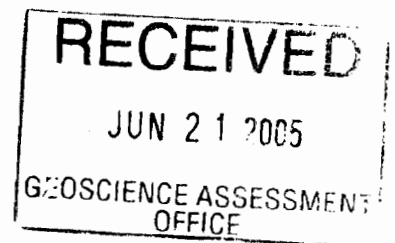


Cost

PROSPECTING REPORT
CLAIM NUMBERS – 1198809 et al
BEATTY TOWNSHIP
LARDER MINING DIVISION
ST. ANDREW GOLDFIELDS LTD.

2.30160



A handwritten signature in black ink, appearing to read "Wayne Reid".

Wayne Reid, P.Geol.
St. Andrew Goldfields Ltd
June 16, 2005

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Fig. 1 Painkiller Property Location Map – Beatty Twp.
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Sample Description and Assay Results

INTRODUCTION

Two days were spent prospecting on the Painkiller Lake property as part of an evaluation of the property's potential. The property is owned by Garry Windsor and St. Andrew has the option of completing the purchase of the property by making certain payments by July 15, 2005. Garry Windsor spent an additional day brush clearing and cleaning out the Windsor Point showing.

LOCATION AND ACCESS

The property is located in the north part of Beatty Twp. and straddles the south and west sides of Painkiller Lake. Prospecting was performed on Claims 1198809, 3012926, 3016567 and 3015042. Access to the claims is provided by a gravel road (Carr-Beatty Twp road), north from Hwy 101. The property is outlined on Figure 1.

PERSONNEL

Persons involved in the prospect/evaluation were:

- Wayne Reid, Expl. Mgr, St. Andrew
- Mike Leahey, consulting geologist with St. Andrew
- Garry Windsor, prospector, optionee.

PROSPECTING WORK (LOG)

October 25, 2004: Garry Windsor spent the day clearing bush and digging out oold pits and blasted areas on Windsor Point. One sample was taken.

November 10, 2004: Garry Windsor and Mike Leahey carried out traverses to the Windsor Pt showing and in general traversed through the area of bedrock as shown on the accompanying taverse location map (fig. 2). Two samples were taken, one of the Windsor Point mineralization, and the other from possible old pits in a bay west of the point. Prospecting was carried out on the remainder of the traverse however no samples were taken.

June 11, 2005: Garry Windsor and Wayne Reid spent the day prospecting on a number of areas including:

- a) Arsenopyrite Trench - 3 samples of mineralized material
- b) Old Camp Road alteration area – 3 samples
- c) AEM Conductor area – 2 samples
- d) Windsor Point Mineralization – 3 samples

The attached sample description and assay sheet gives a description of the type of mineralization, alteration and host rocks encountered. Figure 2 shows the location of the samples and traverses taken.

APPENDIX A

SAMPLE DESCRIPTION AND ASSAY RESULTS

Appendix A

Sample Description and Results Painkiller Lake Property

Sample No	Description	Au Assay
86701	Lucky Ben area, Arseno rich shear zone, 0.3 m. chip, 5% to 30% arsenopyrite in weathered mafic volcanic. Zone strikes 090/90	4389 ppb
86702	Lucky Ben area, grab sample from shear zone. 50% med. grained Arsenopyrite	8709 ppb
86703	Lucky Ben trench area. Quartz rich grab sample. Ribbed vein with 3% banded arseno.	627 ppb
86704	Old Camp Road. Quartz veined mafic volcanic at base of outcrop	511 ppb
86705	Old Camp Road. 0.2 m chip at base of outcrop. Host is ankeritized mafic volcanic	10 ppb
86706	Old Camp Road. Grab sample 5 m to west along base of outcrop, bleached with minor pyrite	3 ppb
86707	Conductor area, west of access road. Bleached fine grained siliceous mafic volcanic. Chipped over 0.3 m.	Nil
86708	Conductor area west of road. On top of large outcrop area of massive mafic volcanic. Grab of coarser grained diorite.	10 ppb
86709	Windsor point Showing. Grab of blasted rock. Bleached silicious fragmental volcanic. with py plus qtz veins	10 ppb
86710	Windsor point Showing. Grab of blasted rock. Quartz-carbonate ribboned vein material	2239 ppb
86711	Windsor point Showing. Grab of blasted rock. 50% sulfides (pyrite with a trace of cpy)	1303 ppb
78404	Small bay east of camp, Old pit, silicified Mafic volcanic, qtz veined with arsenopyrite plus chalcoppyrite	1097 ppb
78405	Windsor Point, blue qtz rich silicified mafic volcanic, 10 to 15% pyrrhotite, 1% cpy	1920 ppb
49160	Windsor Point, grab sample of qtz sulfide rich material	1193 ppb



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Swastika Laboratories Ltd

Assaying - Consulting - Representation

Geochemical Analysis Certificate

5W-1407-RG1

Company: **ST. ANDREW GOLDFIELDS (EXPL)**

Date: JUN-15-05

Project:

Attn: W. Reid

We hereby certify the following Geochemical Analysis of 11 Rock samples submitted JUN-14-05 by .

Sample Number	Au PPB	Au Check PPB
86701	4389	4800
86702	8709	8229
86703	627	514
86704	511	-
86705	10	-
86706	3	-
86707	Ni1	-
86708	10	3
86709	10	-
86710	2239	-
86711	1303	1210
Blank	Ni1	-
STD OXK18	3305	-

Certified by 

1 Cameron Ave., P.O. Box 10, Swastika, Ontario P0K 1T0
Telephone (705) 642-3244 Fax (705) 642-3300

NOV 24 2004



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Swastika Laboratories Ltd

Assaying - Consulting - Representation

Geochemical Analysis Certificate

4W-2618-RG1

Company: **ST-ANDREW GOLDFIELD LTD.**
Project: Pain Killer Lake
Attn: M. Leahey

BEATTY
TWP (Windsor property)
Central
Timon

Date: NOV-18-04

We hereby certify the following Geochemical Analysis of 2 Rock samples submitted NOV-10-04 by .

Sample Number	Au PPB	Au Check PPB	Ag PPM	Co PPM	Cu PPM	Ni PPM	Pb PPM	Zn PPM
78404	1097	1029	1.7	97	262	66	4	48
78405	1920	2057	2.6	207	730	54	1	77

78404 Silicified Mafic Volcanic, arsenopyrite, chalcopyrite -
qtz carbonated veining - First Point South 547014E 5384157N

78405 Blue Qtz Rich Silicified Mafic Volcanic, 10-15% po,
1% cpy - Second Point, EAST SIDE. 547052E 5384182N

(NAD 27 Zone 17)

Certified by *Denis Charter*



Established 1928

Swastika Laboratories Ltd

Assaying - Consulting - Representation

Geochemical Analysis Certificate

3W-3492-RG1

Company: **ST. ANDREWS GOLDFIELDS LTD**
 Project: **Beatty/Windsor**
 Attn: **M. Leahey**

Date: NOV-03-03

We hereby certify the following Geochemical Analysis of 1 Rock samples
 submitted OCT-29-03 by .

Sample Number	Au PPB	Au Check PPB	Multi Element
49160	1193	1193	Results to follow

Certified by

G. Windsor

Assayers Canada

8282 Sherbrooke St., Vancouver, B.C., V5X 4R6

Tel: (604) 327-3436 Fax: (604) 327-3423

Report No : 3W3492 RJ

Date : Nov-20-03

14:43 No. 012 P. 01

Attention:

Project:

Sample: Rock

MULTI-ELEMENT ICP ANALYSIS

Aqua Regia Digestion


Sample Number

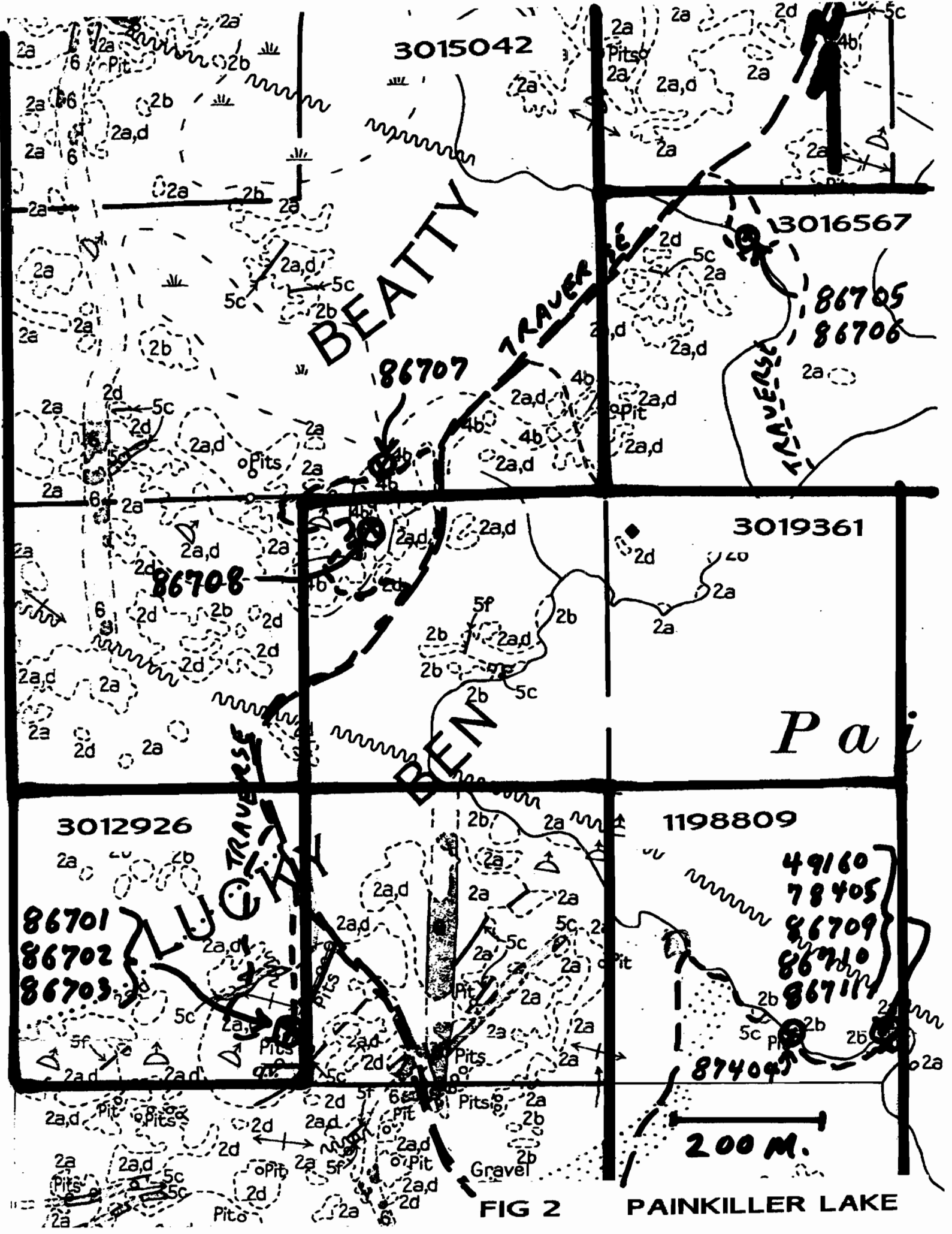
160

NOV 24 '03 Swastika Laboratories ID:7056423300

Ag	Al	As	Ba	Be	Bi	Ca	Cd	Co	Cr	Cu	Fe	K	Mg	Mn	Mo	Na	Ni	P	Pb	Sb	Sc	Sn	Sr	Tl	V	W	Y	Zn	Zr
ppm	%	ppm	ppm	ppm	ppm	%	ppm	ppm	ppm	ppm	%	%	%	ppm	ppm	%	ppm	ppm	ppm	ppm	ppm	ppm	ppm	%	ppm	ppm	ppm	ppm	ppm
2.0	0.11	45	10	<0.5	45	0.14	<1	218	216	3305	>15.00	0.01	0.04	80	<2	0.01	78	310	48	10	<1	<10	<1	<0.01	34	<10	<1	71	16

A.5 gm sample is digested with 5 ml 3:1 HCl/HNO3 at 95c for 2 hours and diluted to 25ml with D.I.H2O.

Signed: 



3015042

3016567

3019361

3012926

1198809

BEATTY TRAVERS

BEN TRAVERS

LU CHY TRAVERS

Pai

86701
86702
86703

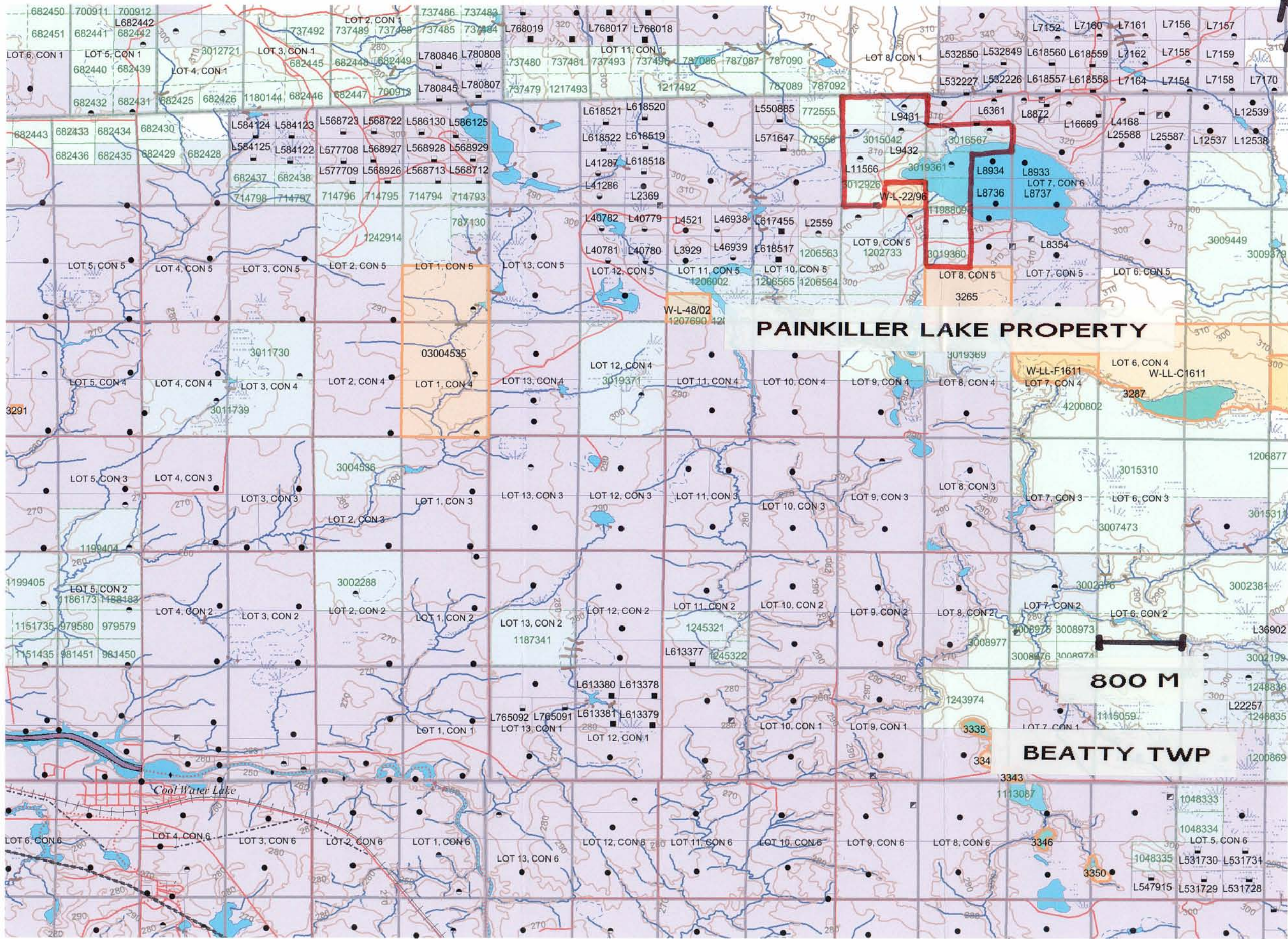
49160
78405
86709
86710
86711

87409

200 M.

FIG 2

PAINKILLER LAKE



PAINKILLER LAKE PROPERTY

BEATTY TWP

800 M