



INTERIM REPORT

Management Discussion & Analysis

For the Nine Months Ended September 30, 2007

Description of Business

Millrock Resources Inc. (“the Company”) is a company engaged in the acquisition, exploration and development of mineral properties prospective for gold, copper and other valuable metals, primarily in Alaska. Led by successful explorationists, Gregory Beischer and Philip St. George, the Company has established a strong property package currently consisting of three highly prospective mineral projects. The Company is a reporting issuer in British Columbia, Alberta, Manitoba, Ontario, Quebec and Nunavut, and trades on the TSX Venture Exchange under the symbol MRO.

The following discussion and analysis of the financial position and results of operations for the Company should be read in conjunction with the interim financial statements and the notes thereto for the period ended September 30, 2007.

Forward-Looking Information and Report Date

This Management Discussion and Analysis (“MD&A”) may contain forward-looking statements that involve risks and uncertainties. When used in this MD&A, the words “anticipate”, “believe”, “estimates”, “expects” and similar expressions are intended to identify such forward-looking statements. Readers are cautioned that these statements which describe the Company’s proposed plans, objectives, and budgets may differ materially from actual results. Such forward-looking statements in this MD&A are only made as of Nov 27, 2007 (the “Report Date”).

Highlights for the Quarter Ended September 30, 2007

1. On August 7, 2007 the company received notice that the TSX Venture Exchange had accepted for filing the company’s Change of Business application. At this time, the Company transitioned from a data information services company to that of a mineral exploration and development company, and graduated to Tier II of the Exchange. Trading of shares in the Company resumed the following day.
2. Also on August 7, 2007 the Company closed a non-brokered private placement which raised gross proceeds of \$1.125 million by the issuance of 2.5 million units at \$0.45 each. Each unit consists of one common share and one-half of one share purchase warrant, each whole warrant entitling the holder to purchase one common share for a period of two years at a price of \$0.75 in the first year and \$1.00 in the second. The funds from the sale of the units are being used to carry out the first year of exploration at the Inmachuk property in Alaska, to make other mineral property investigations and acquisitions, and for general corporate purposes. On August 14, 2007, the company changed its name from First Factor Developments Inc. to Millrock Resources Inc. and the trading symbol changed to MRO.
3. On August 16, 2007, the company signed a Letter of Intent to form a Joint Venture with NPN Investment Group (“NPN”) with respect to the Divide Property on the Seward Peninsula, near Nome, Alaska. The company may secure a 50% interest in the project by paying 50% of all costs associated with the Divide Option, which is an option agreement between NPN and the underlying claim owner. The company will incur payments of

US\$500,000 over a five year period, and will issue 500,000 shares to NPN to earn its interest.

4. On September 4, 2007, the company signed a letter of intent to execute an option and joint venture agreement with Liberty Star Uranium and Metals Corp. ("Liberty Star") of Tucson, Arizona, with respect to the Bonanza Hills property in southwest Alaska. Upon signing of the option and joint venture agreement, the company secured the option to earn a 60% interest in the project by expending a total of \$3.5 million and by issuing a total of 1 million shares over a four year period.
5. On September 6, 2007, the Company reported that it completed an initial drill program on its Divide Project near Nome, Alaska. At the same time, the Company announced the commencement of drilling at the Inmachuk project where five holes totaling 762 metres were drilled at the Hannum zone. Drilling continued past the end of the third quarter.

Subsequent Events to September 30, 2007

1. Effective October 31, 2007, the Company engaged the services of UP Communications, a firm skilled in the business of Investor Relations.
2. The Company completed a non-brokered private placement consisting of up to 4,711,111 units priced at \$0.45 for gross proceeds of up to \$2,120,000. Each unit consisted of one common share and one-half of one share purchase warrant, each whole warrant entitling the holder thereof to purchase one additional common share at a price of \$0.75 for a period of twelve months from the closing date and at a price of \$1.00 for the following twelve months.
3. On November 1, 2007 the Company reported results from the drilling that was done on the Divide project in September.
4. Drilling was completed at the Inmachuk project. The drill and other equipment were demobilized from the site. Assay results are pending.

Exploration Overview

General: The quarter ending September 30 was an exciting and active time for the Company. The change of business plan was completed, a financing for \$1.125 million was closed, two mineral properties were acquired, and two drilling programs were conducted.

Divide Project: Of particular note was the Divide property acquisition and drilling program, which is located a short distance north of Nome, Alaska. Drilling began immediately after the property was acquired. Five holes totaling 561 meters were drilled to test a strong gold – arsenic soil anomaly. The geochemical anomaly measures over 2,600 meters long and 660 meters wide. The strongest portion of the anomaly, which exceeds 200 ppb gold over a broad area, had not been previously drill tested. Historically, a small quantity of alluvial gold was recovered from the creeks draining the Divide prospect but there has never been commercial lode gold production from the prospect. Limited soil sampling, trenching and drilling have returned interesting results from the Divide property. Coarse, high grade gold is hosted in low grade schists and is associated with fracture controlled quartz +/- arsenopyrite +/- albite +/- carbonate +/- gold veins and disseminated gold in shear zones aligned parallel to regional deformation zones. Because the

gold at Divide is coarse, and occurs on fracture faces, it can be lost to recovery by diamond drilling. Gold loss during drilling and sampling at Divide and at nearby Rock Creek has been previously shown to be a problem. Loss can occur either through the action of water while drilling, or from mechanical action if the core is cut or split. To help mitigate this problem, Millrock did not split the mineralized core intervals. Rather, the whole core was sampled. All core was carefully logged and photographed, and all unsampled drill core and coarse rejects from the core samples have been retained as a geological record. In the future, Millrock plans to use a combination of core and reverse circulation drilling to more accurately assess the gold content of the mineralized zones at Divide.

Inmachuk Project: The property is located about 184 km northeast of Nome and about 32 km southwest of the village of Deering, Alaska. The claims on the Inmachuk Prospect are in the historic Fairhaven District. Placer gold was found in the district before 1902 and lodes containing argentiferous galena were known and being explored before 1916. The Company's interest is in the gold-bearing veins and in approximately stratiform deposits of argentiferous lead and zinc. Historically there has been some physical exploration of the project by the U.S. Bureau of Mines, Bunker Hill Mining Co, and owners of placer deposits in the area. Lead-zinc mineralization is associated with siliceous schist that has been interpreted either as an epigenetic replacement of strata near contacts between schist and marble or syngenetic silica-rich rock possibly formed as an exhalite in Paleozoic time.

Drilling at the Inmachuk property commenced in the third quarter. Preparatory work including removal of brush, and grading of an overgrown airstrip was done in advance of mobilization. Five holes totaling 644 meters were drilled. All five holes were drilled on azimuth 230° and at inclinations of -55° to -60°, which was believed to be approximately orthogonal to the structural and lithological trends.

Bonanza / King Tut: The Company acquired an interest in two blocks of claims that have potential for porphyry copper-gold-molybdenum deposits in an area 160 miles south of Anchorage, Alaska near the village of Nondalton. Together, the two claim blocks comprise what the Company calls the Iliamna project. The project consists of one 100% owned claim block named King Tut, and a separate block in which the Company can earn a 60% interest in the Bonanza Hills. The area is characterized by rolling topography with elevations ranging from approximately 300 to 1000 meters and most hills are talus covered. Bedrock exposures make up less than 1% of the area.

Rocks of the area are dominated by marine volcanoclastic graywackes, siltstones, and shales of Late Jurassic age. These sediments generally have northeasterly strikes and moderate to steep northerly dips. Only minor local folding of the sediments has been recognized in the area. Late Cretaceous to Paleocene quartz monzonite, diorite, and granite have intruded the sediments and locally hornfelsed large areas. At the Bonanza Hills, the intrusions have been dated at approximately 65 million years, while an intrusive adjacent to King Tut has been dated at approximately 70 million years.

Alluvial gold mining has been intermittently carried out in the area since about 1913. Historically, high grade gold values are reported from quartz – arsenopyrite veins. The veins trend east-west and dip to the south in the Bonanza Hills, where exposed in bedrock. The known mineralized areas in the Bonanza Hills have a distinctive aeromagnetic signature. The claims are centered on these magnetic anomalies.

King Tut was staked on a distinctive aeromagnetic signature similar to the Bonanza Hills. The million year age date is favorable for gold mineralization. Small scale historic gold placer mining has been reported within the distinctive aeromagnetic feature.

Reconnaissance exploration work was carried out by the Company during the third quarter. The work consisted of geological investigations and stream sediment sampling.

Property Evaluation and Project Generation: The Company evaluated a number of prospects known to exist on open ground, and on the claims of others. Also, reconnaissance work was done to test geological ideas generated by the Company.

Exploration Results

Divide Project: Significant intersections of gold mineralization were intersected in three of the five holes drilled. The highlights included:

- 8.99 metres grading 1.5 g/t gold in hole DIV-07-03
- 3.05 metres grading 10.0 g/t gold in hole DIV-07-04
- 8.23 metres grading 5.8 g/t gold in hole DIV-07-05

The gold mineralization is hosted by structurally deformed, retrograde greenschist facies meta-sediments (turbidites and related deep water sediments) of late Proterozoic to Paleozoic age. The following table provides a listing of all mineralized intersections using a cutoff grade of 0.62 g/t.

Hole ID	From (m)	To (m)	Length (m)	Gold g/t
DIV-07-01	-	-	-	-
DIV-07-02	7.16	8.08	0.91	3.0
	41.00	41.61	0.61	2.0
	52.21	53.13	0.91	3.0
	67.91	68.73	0.82	2.7
DIV-07-03	47.85	56.85	8.99	1.5
DIV-07-04	7.16	7.77	0.61	4.0
	40.63	42.43	1.80	1.2
	80.31	81.08	0.76	4.6
	93.42	96.47	3.05	10.0
DIV-07-05	2.13	10.36	8.23	5.8
	13.87	14.17	0.30	1.1
	81.84	82.97	1.13	1.0

MILLROCK RESOURCES INC.
Management Discussion and Analysis
For the Quarter Ended September 30, 2007

These drill holes are thought to be close to true thickness because the holes were drilled nearly perpendicular to the strike and dip of the mineralized vein sets that are exposed in outcrops.

Inmachuk Project: The drill program was completed shortly after the end of the quarter. The drill core was logged and sawn longitudinally. Drill core samples have been submitted to ALS Chemex for analysis and the Company is waiting for the analytical results.

Bonanza Hills/King Tut:

Samples from stream sediment, rock and soil collected at the Bonanza and King Tut claim blocks were submitted to the laboratory for analysis. Some results from this sampling have been returned but not all. Quality assurance and quality control analysis will be performed upon receipt of the complete analytical data set, and results then released.

Summary of Quarterly Results

The following is a summary of the Company's financial results for the eight most recently completed quarters:

	Sep. 30 2007 Q3	Jun. 30 2007 Q2	Mar. 31 2007 Q1	Dec. 31 2006 Q4	Sep. 30 2006 Q3	Jun. 30 2006 Q2	Mar. 31 2006 Q1	Dec. 31 2005 Q4
Mineral expenditures	\$349,217	\$102,643	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
G&A expense (including stock comp.)	237,166	295,449	41,180	31,832	35,118	51,458	32,729	50,182
Stock comp. expense	-	236,540	-	-	-	-	-	-
Adjusted G&A (excluding stock comp.)	237,166	58,909	41,180	31,832	35,118	51,458	32,729	50,182
Net loss for the period	232,261	294,413	38,806	31,832	35,118	51,458	32,591	50,182
Loss per share	\$ 0.05	\$ 0.03	\$ 0.01	\$ 0.01	\$ 0.01	\$ 0.01	\$ 0.01	\$ 0.01

During the second quarter ended June 30, 2007, the Company changed its business from data service to mineral exploration.

Liquidity

In August, the company completed a private placement financing that resulted in gross proceeds of \$1,125,000. As at September 30, 2007, the company had working capital of \$727,481. Subsequent to September 30, 2007, the Company completed a non-brokered private placement consisting of 4,711,111 units priced at \$0.45 for gross proceeds of \$2,120,000. Management believes the cash raised will be sufficient to meet the planned business objectives for the remainder of 2007.

The company does not have revenue except from interest earned from term deposits at banks. It relies on equity financing to fund exploration programs on its properties in Alaska and corporate expenses. Although the Company has been successful in the past in obtaining financing through the sale of equity securities, there can be no assurance that the Company will be able to obtain adequate financing in the future or that the terms of such financings will be favorable.

Capital Resources

The company has three active agreements with other companies under which the company is required to meet certain obligations to keep the agreements in good standing:

Divide property: On August 22, 2007, the company signed a Letter of Intent to form a Joint Venture with NPN Investment Group with respect to the Divide Property on the Seward Peninsula, Alaska. The company will secure a 50% interest in the project by paying 50% of all costs associated with the Divide Option, an agreement with the underlying property owners, David Lajack et al. This agreement requires the Company to spend a total of US\$500,000 over a five year period (US\$75,000 in the first year). Additionally the company will issue 500,000 shares (100,000 shares in the first year) to NPN.

Inmachuk property: In March 2007, the company entered an option and joint venture agreement with Full Metal Minerals Ltd. to earn a 60% interest in 67 mineral claims in Alaska. Consideration is US\$90,000, plus the issuance of 800,000 shares, and the expenditure of US\$2,500,000 in exploration over the next four years. The agreement also requires assumption of obligations of an underlying option agreement between Full Metal Minerals and claim owner Royal Pretoria Gold. The remaining payments in the agreement total \$65,000 in cash, 700,000 shares, and work expenditures of \$2,227,624.

Bonanza property: On September 4, 2007, the company announced that it has signed a letter of Intent to execute an option and joint venture agreement with Liberty Star of Tucson, Arizona, with respect to the Bonanza property in southwest Alaska. Upon signing of the option and joint venture agreement, the company will have the option to secure a 60% interest in the project by expending a total of US\$3.5 million, and by issuing a total of 1 million shares of the company over a four year period.

As at September 30, 2007, the company has paid cash US\$25,000 and US\$7,500 and issued 100,000 and 50,000 shares to Full Metal and NPN Investments respectively.

A summary of payments occurs in the following table :

Year	Cash Payment		Exploration Expenditures	
	USD	Shares	USD	
2007	\$ 32,500	250,000	\$ 30,000	
2008	82,500	250,000	555,000	
2009	95,000	550,000	1,000,000	
2010	155,000	950,000	1,665,000	
2011	225,000	300,000	2,750,000	
	\$ 590,000	2,300,000	\$ 6,000,000	

Off Balance Sheet Arrangements

There is no off-balance sheet arrangement to which the company is committed.

Related Party Transactions

Except as noted elsewhere in the financial statements, related party transactions are as follows:

1. The Company incurred \$34,061 in consulting fee to the Company's CEO for his management and consulting services during the quarter ended September 30, 2007. For the nine month period ended September 30, 2007, the Company has paid consulting fees of \$59,216 to the CEO.
2. The Company paid \$50,486 in consulting fee to the Company's Vice President of Exploration for his geological consulting and field work on the mineral properties during this quarter. These costs were included in the mineral property expenditures. For the nine month\ period ended September 30, 2007, the Company has paid consulting fee of \$73,919 to the Vice President of Exploration.
3. The Company incurred \$9,513 in fees to a consulting firm controlled by the Company's CFO for financial and accounting services rendered during the quarter ended September 30, 2007.
4. Xplore Inc., a company incorporated in Alaska, USA and jointly owned by the Company's CEO and VP Exploration, provides primary exploration services to the Company. Xplore has acted as Millrock's exploration arm in Alaska. All costs for exploration done by Xplore for Millrock have been passed straight through with no markup or profit charged by Xplore. During the three months ended September 30, 2007, the Company paid \$262,822 to Xplore for exploration costs and property management services. For the nine month period ended September 30, 2007, the Company has incurred \$337,001 for the service rendered by Xplore. There was also a cash advance balance of \$31,678 to Xplore, which was recorded as due from related parties.
5. The company paid \$4,500 in consulting fees to a firm owned by the Corporate Secretary during this quarter for administrative and regulatory filing services. As at September 30, 2007, the Company has paid the firm \$6,750 for this year.

Proposed Transactions

None

Critical Accounting Estimates

The most significant accounting estimates for the Company relates to the carrying value of its mineral property assets. All deferred mineral property expenditures are reviewed, on a property-by-property basis, to consider whether there are any conditions that may indicate impairment. When the carrying value of a property exceeds its net recoverable amount that may be estimated by quantifiable evidence of an economic geological resource or reserve, joint venture expenditure commitments or the Company's assessment of its ability to sell the property for an amount exceeding the deferred costs, a provision is made for the impairment in value.

Management's estimates of mineral prices, recoverable proven and probable reserves, and operating, capital and reclamation costs are subject to certain risks and uncertainties which may affect the recoverability of mineral property costs. Although management has made its best estimate of these factors, it is possible that changes could occur in the near term that could adversely affect management's estimate of the net cash flow to be generated from its properties.

Another significant accounting estimate relates to accounting for stock-based compensation. The Company uses the Black-Scholes Option Pricing Model. Option pricing models require the input of highly subjective assumptions including the expected price volatility. Changes in the subjective input assumptions can materially affect the fair value estimate, and therefore the existing models do not necessarily provide a reliable single measure of the fair value of the Company's stock options granted/vested during the year.

Changes in Accounting Policies

Starting in the third quarter of 2007, the Company adopted the Canadian Institute of Chartered Accountants (CICA) Handbook Sections 1530, "Comprehensive Income"; 3855, "Financial Instruments – Recognition and Measurement"; 3861, "Financial Instruments – Disclosure and Presentation" and 3865, "Hedges" on January 1, 2007.

a) Comprehensive Income

Comprehensive income is the change in shareholders' equity, which results from transactions and events from sources other than the Company's shareholders. These transactions and events include unrealized gains and losses resulting from changes in fair value of certain financial instruments such as marketable securities.

At September 30, 2007, the Company had no comprehensive income, thus, there is no need to present a consolidated statement of comprehensive income as a part of the consolidated financial statements.

b) Financial Instrument – Recognition and Measurement

Under the new standards, all financial instruments are classified into one of the following five categories: held for trading, held-to-maturity investments, loans and receivables, available-for-sale financial assets or other financial liabilities. All financial instruments, including derivatives, are included on the consolidated statement of financial position and are measured at fair value except for loans and receivables, held-to-maturity investments and other financial liabilities which are measured at amortized cost. Held for trading financial investments are subsequently measured at fair value and all gains and losses are included in net income in the period which they arise. Available-for-sale financial instruments are subsequently measured at fair value with revaluation gains and losses included in other comprehensive income until the instrument is derecognized or impaired. As a result of the adoption of these standards, the Company has made the following classifications:

- Cash and cash equivalents, exploration funds are classified as financial assets held for trading and are measured at fair value. Gains and losses related to periodical revaluation are recorded in net income.

- Accounts receivables are classified as loans and receivables and are initially measured at fair value and subsequent periodical revaluations are recorded at amortized cost using the effective interest rate method. For the Company, the measured amount generally corresponds to cost.
- Accounts payable and accrued liabilities are classified as other liabilities and are initially measured at fair value and subsequent periodical revaluations are recorded at amortized cost using the effective interest rate method. For the Company, the measured amount generally corresponds to cost.

c) Hedges

Section 3865 “Hedges” is applicable when a company chooses to designate a hedging relationship for accounting purposes. It builds on the existing Accounting Guideline 13 “Hedging Relationships” and Section 1650 “Foreign Currency Translation”, by specifying how hedge accounting is applied and what disclosures are necessary when it is applied. At September 30, 2007, the Company had no hedging relationships.

Internal Control over Financial Reporting

The new management of the company is currently in the process of evaluating the effectiveness of disclosure controls and procedures and internal control over financial reporting and implementing new internal control procedures as needed.

Financial Instruments and Other Instruments

The Company is exposed to credit risk with respect to its cash. To minimize this risk, cash and cash equivalents have been placed with major financial institutions.

The Company is also exposed to the currency exchange rate fluctuation between the Canadian Dollar, its reporting currency, and the U.S. Dollar, in which most exploration costs in Alaska are incurred. The Company doesn’t have currency hedging program in place, as the operation scale and cash balance is still small and does not require such an expensive and sophisticated hedging program.

Other MD&A Requirements

1. Share capital

(a) Authorized

Unlimited common shares without par value.

(b) Issued and outstanding common shares

	Number of Shares	Amount
Balance, December 31, 2005	8,510,433	\$ 4,801,793
Issued for cash		
Exercise of warrants, for cash	2,200,000	220,000
Balance, December 31, 2006	10,710,433	\$ 5,021,793
Issued for cash		
Brokered private placement, net of issue cost	2,500,000	1,063,050
Exercise of warrants, for cash	408,000	40,800
Issued for property	150,000	67,750
Share repurchase and cancellation	(428,000)	(64,200)
Balance, September 30, 2007	13,340,433	\$ 6,129,193
Issued for cash		
Non-brokered private placement, net of issue cost	4,711,111	2,037,954
Issued for finder's fee	150,360	67,662
Balance, Nov 2, 2007	18,201,904	\$ 8,234,809

On August 7, 2007, the Company also reported the closing of a non-brokered private placement which raised gross proceeds of \$1.125 million by the issuance of 2.5 million units at \$0.45 each. Each unit consists of one common share and one-half of one share purchase warrant, each whole warrant entitling the holder to purchase one common share for a period of two years at a price of \$0.75 in the first year and \$1.00 in the second. The funds from the sale of the units were used to carry out the first year of exploration at the Inmachuk property in Alaska, to make other mineral property acquisitions, and for general corporate purposes. Finders' fees of \$61,950 cash and one year warrants for the purchase of a total of 137,667 common shares at a price of \$0.45 each were paid in respect of this private placement. All of the securities issued in connection with the private placement, and the initial payment shares issued under the Inmachuk, Divide and Bonanza property option agreement, are subject to a hold period of four months from the issuance date.

On November 5, 2007, the Company completed a non-brokered private placement consisting of up to 4,711,111 units priced at \$0.45 for gross proceeds of \$2,120,000. Each unit consisted of one common share and one-half of one share purchase warrant, each whole warrant entitling the holder thereof to purchase one additional common share at a price of \$0.75 for a period of twelve months from the closing date and at a price of \$1.00 for the following twelve months.

2. Stock Options

The company has a stock option plan which provides for the granting of up to 1,334,046 stock options to acquire common shares to executive officers, directors, employees and consultants. As at September 30, 2007, the company has 159,046 stock options available for future issuance under the plan.

Stock option transactions are summarized as follows:

Number of Shares	Exercise Price	Grant Date	Expire Date
1,050,000	\$ 0.45	5/29/2007	5/29/2012
125,000	\$ 0.45	8/7/2007	8/7/2012
150,000	\$ 0.45	11/2/2007	11/2/2008
1,325,000			

The following table summarizes the company's outstanding options as at September 30, 2007 expiring between May 29, 2012 and August 7, 2012.

	Shares	Weighted Average Exercise Price
Outstanding at June 30, 2007	1,050,000	\$ 0.45
Granted	275,000	\$ 0.45
Exercised	0	\$ -
Expired	0	\$ -
Outstanding at Nov 02, 2007	1,325,000	\$ 0.45

3. Warrants and agent's warrants

As at September 30, 2007, the company had outstanding warrants and agent warrants for the purchase of 1,387,669 common shares, at an average price common share of \$ 0.72.

	Number of Shares	Exercise Price	Expire Date
Balance, June 30, 2007			
Issued, Aug 07, 2007	1,250,002	0.75	7-Aug-2008
Agent warrants Issued, Aug 07, 2007	137,667	0.45	7-Aug-2008
Balance, September 30, 2007	1,387,669		
Issued, Nov 02, 2007	2,512,915	0.75	2-Nov-2008
Balance, Nov 02, 2007	3,900,584		

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Janice Davies
Corporate Secretary

Scott Harkness, MBA, CFA
Director

Darryl Cardey, CA
Director

LISTINGS

TSX Venture Exchange: MRO

CAPITALIZATION

(as at September 30, 2007)

Shares Authorized: Unlimited

Shares Issued: 13,340,433

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