FINANCIAL STATEMENTS (Expressed in Canadian Dollars)

July 31, 2007

(Unaudited – Prepared by Management)

(the "Company")

INTERIM FINANCIAL STATEMENTS Three and six months ended July 31, 2007

NOTICE OF NO AUDITOR REVIEW OF INTERIM FINANCIAL STATEMENTS

The accompanying unaudited interim financial statements of the Company have been prepared by and are the responsibility of Company's management.

The Company's independent auditor has not performed a review of these financial statements in accordance with the standards established by the Canadian Institute of Chartered Accountants for a review of interim financial statements by an entity's auditor.

September 25, 2007

Balance Sheets (Unaudited - Prepared by Management) (Expressed in Canadian dollars)

July 31, 2007 and January 31, 2007

	July 31, 2007	January 31, 2007
	(unaudited)	(audited)
Assets		
Current assets:		
Cash and cash equivalents	\$ 320,388	\$ 1,327,190
Short-term investments (Note 5)	999,999	-
GST recoverable	5,981	4,847
	\$ 1,326,368	\$ 1,332,037
Current liabilities:		
Current liabilities:		
Accounts payable and accrued liabilities	\$ -	\$ 4,000
Due to related parties	-	3,049
	-	7,049
Shareholders' equity:		
Contributed surplus	164,156	164,156
Share capital (note 3)	1,299,048	1,297,532
Deficit	(136,836)	(136,700)
	1,326,368	1,324,988
	\$	

Nature of operations (note 1)

See accompanying notes to financial statements.

Statements of Operations and Deficit (Unaudited - Prepared by Management) (Expressed in Canadian dollars)

Six months ended July 31, 2007 and 2006

	Three months ended		Six months ended			
			July 31,			July 31
	2007		2006	2007		2006
Expenses:						
Bank charges and interest	\$ 77	\$	48	\$ 117	\$	82
Office and rent	3,340		-	7,840		-
Professional fees	211		-	1,386		962
Regulatory fees	3,583		281	7,333		281
Transfer agent	643		-	1,355		-
Travel and promotion	-		-	653		-
	7,854		329	18,684		1,325
Other item:						
Interest income	487		2,074	2,713		2,509
Gain on disposal of short-term investment	15,835			15,835		
Profit (Loss) for the period	8,468		1,745	(136)		1,184
Income (Deficit), beginning of period	 (145,304)		(561)	 (136,700)		-
Income (Deficit), end of period	\$ (136,836)	\$	1,184	\$ (136,836)	\$	1,184
Basic and diluted loss per share	\$ -	\$	-	\$ -	\$	-
Weighted average number of shares outstanding	8,750,000		2,869,565	8,750,000		2,638,674

See accompanying notes to financial statements.

Statements of Cash Flows (Unaudited - Prepared by Management) (Expressed in Canadian dollars)

Six months ended July 31, 2007 and 2006

		Т	hree n	nonths ended		,	Six mo	nths ended
				July 31,				July 31,
		2007		2006		2007		2006
Operations:								
Income (Loss) for the period Items not involving cash Gain on disposal of short-term	\$	8,468	\$	1,745	\$	(136)	\$	1,184
investment Changes in non-cash working capital		(15,835)		-		(15,835)		-
items: GST recoverable		(345)		-		(1,135)		(38)
Accounts payable and accrued liabilities		(5,485)		-		(4,000)		-
Due to related parties		(1,590) (14,787)		- 1,745		(3,049) (24,155)		1,000 2,146
Investing: Short -term investments		15,836		-		(984,164)		-
Financing: Shares issued for cash		_		270,000		_		510,000
Share issue costs		1,517		-		1,517		-
Increase (decrease) in cash and cash equivalents		2,566		271,745		(1,006,802)		512,146
Cash and cash equivalents, beginning of period		317,822		240,401		1,327,190		-
Cash and cash equivalents, end of period	\$	320,388	\$	512,146	\$	320,388	\$	512,146
Supplementary information: Cash paid during the period:	•		•		•		•	
Interest Income taxes	\$	-	\$	-	\$	-	\$	-

See accompanying notes to financial statements.

Notes to Financial Statements, page 1 (Unaudited - Prepared by Management) (Expressed in Canadian dollars)

July 31, 2007 and 2006

1. Nature of operations:

The Company was incorporated under the provisions of the Business Corporations Act (British Columbia) on February 1, 2006.

The Company is a capital pool company pursuant to the policies of the TSX Venture Exchange ("Exchange"). The Company is in the development stage and its principal business is the identification and evaluation of assets or businesses with a view to completing a Qualifying Transaction as defined by the rules of the Exchange. Such a transaction will be subject to shareholder and regulatory approval.

The Company's continuing operations are dependent upon its ability to identify, evaluate and negotiate a Qualifying Transaction. If the Qualifying Transaction is identified or completed, additional funding may be required and there is no assurance that the Company will be able to obtain such financing, if any, on reasonable terms.

2. Summary of significant accounting policies:

(a) Use of estimates:

The preparation of financial statements in conformity with Canadian generally accepted accounting principles requires management to make estimates and assumptions which affect the reported amount of assets and liabilities, disclosure of contingent assets and liabilities at the date of the financial statements, and the reported amount of revenue and expenses during the reporting period. Actual results could differ from those estimates used in the financial statements.

(b) Financial instruments:

The carrying amounts of cash and cash equivalents, short-term investments. GST recoverable, accounts payable and accrued liabilities and due to related parties approximate fair value because of the short-term maturity of these items.

(c) Earnings (Loss) per share:

The Company uses the treasury stock method for the computation and disclosure of earnings (loss) per share. Basic earnings (loss) per share are computed by dividing the earnings (loss) by the weighted average number of common shares outstanding during the period. Diluted earnings (loss) per share is computed similar to basic earnings (loss) per share except that the weighted average shares outstanding are increased to include additional shares from the assumed exercise of stock options and warrants, if dilutive. The number of additional shares is calculated by assuming that outstanding stock options and warrants were exercised and that the proceeds received from in-the-money stock options and warrants are used to acquire common shares at the average market price during the reporting period.

Notes to Financial Statements, page 2 (Unaudited - Prepared by Management) (Expressed in Canadian dollars)

July 31, 2007 and 2006

2. Summary of significant accounting policies (continued):

(d) Stock-based compensation:

The Company has a stock-based compensation plan which is described in note 3(c) .The Company accounts for all stock-based payments and awards under the fair value based method.

Under the fair value based method, stock-based payments to non-employees are measured at the fair value of the consideration received, or the fair value of the equity instruments issued, or liabilities incurred, whichever is more reliably measurable. The fair value of stock-based payments to non-employees is periodically re-measured until counterparty performance is complete, and any charge therein is recognized over the vesting period of the award and in the same manner as if the Company had paid cash instead of paying with or using equity instruments. The cost of stock-based payments to non-employees that are fully vested and non-forfeitable at the grant date is measured and recognized at that date.

Compensation cost attributable to awards to employees is measured at fair value at the grant date and recognized over the vesting period. Compensation cost attributable to awards to employees that call for settlement in cash or other assets is measured at intrinsic value and recognized over the vesting period. Changes in intrinsic value between the grant date and the measurement date result in a change in the measure of compensation cost. Compensation cost is generally recognized on a straight-line basis over the vesting period.

(e) Risk management:

The Company has not yet generated significant revenues and as a result is not exposed to significant credit concentration risk. The Company is not exposed to significant interest rate risk.

The Company's functional currency is the Canadian dollar. All current operations occur within Canada. There is currently no significant foreign exchange risk to the Company.

Share capital:

(a) Authorized:

Unlimited number of common shares without par value.

Notes to Financial Statements, page 3 (Unaudited - Prepared by Management) (Expressed in Canadian dollars)

July 31, 2007 and 2006

3. Share capital (continued):

(b) Issued and fully paid:

	Number of Shares	Amount	Contributed Surplus		
Balance, February 1, 2006	-	\$ -	\$ -		
Common shares issued for cash	3,750,000	510,000	-		
Initial public offering	5,000,000	1,000,000	-		
Share issue costs	-	(210,952)	-		
Stock-based compensation	-	-	122,586		
Agents options issued	-	-	41,570		
Balance, July 31, 2007	8,750,000	\$ 1,299,048	\$ 164,156		

Pursuant to common share subscription agreements dated February 1, 2006 and June 30, 2006, 2,400,000 common shares at a price of \$0.10 per share were issued to directors and officers of the Company and 1,350,000 common shares at a price of \$0.20 per share were issued to associates of directors and officers of the Company for gross proceeds of \$510,000. Pursuant to an escrow agreement, all of the 2,400,000 common shares issued at a price of \$0.10 per share will be held in escrow. Under the escrow agreement, 10% of the escrowed common shares will be released from escrow following issuance of the final Exchange bulletin ("Final Exchange Bulletin") upon completion of the Qualifying Transaction and 15% will be released every six months thereafter over a period of thirty six months. If the Company meets the Exchange's Tier 1 status after receipt of the Final Exchange Bulletin, the release of escrow shares is accelerated.

During the year ended January 31, 2007, the Company completed an initial public offering of 5,000,000 common shares at \$0.20 per share for gross proceeds of \$1,000,000. The agent received a commission of 10% of the gross proceeds of the offering or \$0.02 per share and an administration fee of \$10,000. The Company also granted the agent non-transferable options ("agent's options") to acquire 500,000 common shares at an exercise price of \$0.20 per common share exercisable for a period of 2 years expiring November 30, 2008. At January 31, 2007, the estimated fair value of the agent's options of \$41,570 is included in share issue costs and was valued with an option valuation model using the following assumptions:

Risk free interest rate	3.81%
Expected dividend yield	0%
Stock price volatility	73%
Expected life of options	2 years

3. Share capital (continued):

Notes to Financial Statements, page 4 (Unaudited - Prepared by Management) (Expressed in Canadian dollars)

July 31, 2007 and 2006

(b) Issued and fully paid (continued):

A total of 50% of the common shares held pursuant to the exercise of the agent's options may be sold prior to the completion of the Qualifying Transaction, and the remaining 50% may be sold after completion of the Qualifying Transaction. The agent was also reimbursed by the Company for other agent's expenses incurred pursuant to the offering, including legal fees of \$9,906.

All common shares of the Company that may be acquired by non arm's length parties to the Company, including common shares under the offering and all common shares of the Company acquired by any person or company who becomes a control person under the secondary market prior to the completion of the Qualifying Transaction are required to be deposited in escrow.

(c) Stock options and charitable options:

The Company has adopted an incentive stock option plan, which provides that the Board of Directors of the Company may from time to time, in its discretion, and in accordance with the Exchange requirements, grant to directors, officers, employees and technical consultants to the Company, non-transferable options to purchase common shares, provided that the number of common shares reserved for issuance will not exceed 10% of the issued and outstanding common shares of the Company. Such options will be exercisable for a period of up to 5 years from the date of grant.

In connection with the foregoing, the number of common shares reserved for issuance to any individual director or officer will not exceed five percent (5%) of the issued and outstanding common shares and the number of common shares reserved for issuance to all technical consultants will not exceed two percent (2%) of the issued and outstanding common shares. Any common shares acquired pursuant to the exercise of options prior to completion of the Qualifying Transaction, must be deposited in escrow and will be subject to escrow until the Final Exchange Bulletin is issued.

During the year ended January 31, 2007, the Company granted 875,000 incentive stock options to its directors and officers at a price of \$0.20 per share for a period of 5 years expiring November 30, 2011. In addition, the Company granted 87,000 incentive stock options to three charitable organizations at a price of \$0.20 per share for a period of 10 years expiring November 30, 2016.

3. Share capital (continued):

Notes to Financial Statements, page 5 (Unaudited - Prepared by Management) (Expressed in Canadian dollars)

July 31, 2007 and 2006

(c) Stock options and charitable options (continued):

During the year ended January 31, 2007, under the fair value based method, \$122,586 in compensation expense was recorded in the statement of operations for these options. The compensation costs reflected in these financial statements were calculated using Black-Scholes option pricing model using the following weighted average assumptions:

Risk free interest rate	3.75%
Expected dividend yield	0%
Stock price volatility	73%
Expected life of options	5.45 years

The weighted average fair value of options granted during the year ended January 31, 2007 was \$0.13 per option.

4. Related party transactions:

During the six months ended July 31, 2007, the Company entered into the following transactions with related parties:

- (a) Paid or accrued \$7,500 (2006 \$nil) for rent and office expenses to a company having directors and officers in common.
- (b) Paid or accrued \$211 (2006 \$962) for legal fees to a company controlled by an officer of the company.

5. Subsequent events:

The Company invested, on the basis of professional advice, a total of \$999,999 in Canadian asset-backed commercial paper ("ABCP") managed by Coventree Capital Group Inc. ("Coventree"). These investments are due and payable on September 26, 2007. Coventree announced in August, 2007 that it was experiencing market disruption and as a result, may be unable to meet its repayment obligations until its liquidity providers fund such repayments. The Company is currently investigating the implications of these events which appear to be a result of the current lack of liquidity for asset-backed securities rather than credit worthiness of its underlying assets.