

**British Columbia Securities Commission** 

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ISSUER DETAILS	FOR C	QUARTER E	NDED	Y	М	D
NAME OF ISSUER						
SILVERCREST MINES INC.	04	06	30	04	08	18
ISSUER ADDRESS						

405 - 1311 HOWE STREET

CITY/	PROVINCE	POSTAL CODE	ISSUER FAX NO.	ISSUER TELEPHONE NO.				
VANCOUVER	BC	V6Z 2P3	V6Z 2P3 604-691-1761					
CONTACT PERSON		CONTACT'S POSITION		CONTACT TELEPHONE NO.				
J. SCOTT DREVE	R	PRESIDENT	PRESIDENT 604-691-1					
CONTACT EMAIL ADDRESS		WEB SITE ADDRESS	WEB SITE ADDRESS					
info@silvercrestmi	ines.com	www.silvercrest	www.silvercrestmines.com					

## CERTIFICATE

The three schedules required to complete this Report are attached and the disclosure contained therein has been approved by the Board of Directors. A copy of this Report will be provided to any shareholder who requests it.

DIRECTOR'S SIGNATURE	PRINT FULL NAME	D	ATE SIGNE	D
"J. SCOTT DREVER"	J. SCOTT DREVER	о́4	0 <sup>™</sup>	□ 18
DIRECTOR'S SIGNATURE	PRINT FULL NAME	D Y	ATE SIGNE M	D
<b>"BARNEY MAGNUSSON"</b>	BARNEY MAGNUSSON	04	08	18

FIN51-901F Rev.2000/12/19

# SILVERCREST MINES INC. INTERIM CONSOLIDATED FINANCIAL STATEMENTS (Unaudited – Prepared by Management)

JUNE 30, 2004 SECOND QUARTER



# NOTICE OF NO AUDITOR REVIEW OF INTERIM FINANCIAL STATEMENTS

Under National Instrument 51-102, Part 4, subsection 4.3(3), if an auditor has not performed a review of the interim financial statements, they must be accompanied by a notice indicating that the financial statements have not been reviewed by an auditor.

The accompanying unaudited interim financial statements of the company have been prepared by and are the responsibility of the 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.

## SILVERCREST MINES INC. INTERIM CONSOLIDATED BALANCE SHEETS (Unaudited - Prepared by Management)

		June 30, 2004		ecember 31, 2003
ASSETS				(audited)
Current Cash and equivalents	\$	2,810,665	\$	2,802,185
Advances Receivables Prepaid expenses and deposits	-	25,595 18,471 12,576	. <u>-</u>	21,540 11,705 22,624
		2,867,307		2,858,054
Equipment (Note 4) Mineral properties (Note 5)	-	41,045 779,417	. <u>-</u>	40,974 303,676
	\$	3,687,769	\$	3,202,704
LIABILITIES AND SHAREHOLDERS' EQUITY				
Current Accounts payable and accrued liabilities	\$	80,871	\$	48,113
Shareholders' equity Capital stock (Note 6) Contributed surplus (Note 6) Deficit	-	4,015,727 1,293,082 (1,701,911)		3,162,200 1,022,584 (1,030,193)
	-	3,606,898 3,687,769	\$	3,154,591 3,202,704

Nature of operations (Note 1) Subsequent events (Note 12)

On behalf of the Board:

"J. Scott Drever"	,
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Director

"Barney Magnusson"

Director

The accompanying notes are an integral part of these consolidated financial statements.

## SILVERCREST MINES INC. INTERIM CONSOLIDATED STATEMENTS OF OPERATIONS AND DEFICIT For The Six Months Ended June 30, 2004 (Unaudited - Prepared by Management)

	]	Three Months	Ende	ed June 30,	S	ix Months I	l June 30,	
		2004		2003		2004		2003
GENERAL AND ADMINISTRATIVE EXPENSES								
Administrative services		13,915	\$	3,500	\$	29,165	\$	3,500
	\$							
Amortization		1,101		772		2,046		772
Consulting		10,000		3,500		12,000		3,500
Foreign exchange		171		-		(298)		-
General exploration		35,721		3,892		41,301		3,892
Investor relations		6,602		-		11,406		-
Management fees		45,000		10,000		80,000		10,000
Office and miscellaneous		11,692		1,670		22,361		1,670
Professional fees		17,945		10,159		23,489		10,159
Regulatory and transfer agent fees		8,822		630		19,469		630
Rent and telephone		8,839		1,567		16,960		1,567
Shareholder communications		13,829		7,133		18,719		7,133
Stock-based compensation		20,478		41,811		386,170		41,811
Trade shows and conferences		29,072	_			35,244	_	
		223,187	-	84,634		698,032	-	84,634
Loss before other item		(223,187)		(84,634)		(698,032)		(84,634)
OTHER ITEM								
Interest income		12,041		_		26,314		_
Loss for the period		(211,146)	-	(84,634)	· <u> </u>	(671,718)	-	(84,634)
		(211,110)		(0,,00,1)		(0/1,/10)		(01,001)
Deficit, beginning of the period		(1,490,765)		(2,200)	(	1,030,193)		(2,200)
Deficit, end of the period		(1,701,911)	-	(86,834)	(	1,701,911)	\$	(86,834)
	\$		\$		\$			
Basic and diluted loss per share	\$	(0.01)	\$	(0.01)	\$	(0.03)	\$	(0.01
Weighted average number of shares outstanding		20,314,279		7,643,228	1	9,884,817		6,328,916

The accompanying notes are an integral part of these consolidated financial statements.

## SILVERCREST MINES INC. INTERIM CONSOLIDATED STATEMENTS OF CASH FLOWS For The Six Months Ended June 30, 2004 (Unaudited - Prepared by Management)

		Ended June 30,	Six Months End	
	2004	2003	2004	2003
CASH FLOWS FROM OPERATING ACTIVITIES				
Loss for the period:	(211,146)	(84,634)	(671,718)	(84,634)
-	\$	\$	\$	5
Items not affecting cash:				
Amortization	1,101	772	2,046	772
Stock-based compensation	20,478	41,811	386,170	41,811
Changes in non-cash working capital items:				
(Increase) decrease in receivables	(7,764)	6,327	(6,766)	6,327
(Increase) decrease in advances	(10,818)	-	(4,055)	-
Decrease in prepaid expenses and deposits Increase (decrease) in accounts payable and	12,042	-	10,048	-
accrued liabilities	25,175	(36,242)	32,757	(36,242)
Decrease in due to related parties		(25,817)		(25,817)
Net cash used in operating activities	(170,932)	(97,783)	(251,518)	(97,783)
CASH FLOWS FROM FINANCING ACTIVITIES Issuance of capital stock	222,003	7,000	737,855	7,000
Net cash provided by financing activities	222,003	7,000	737,855	7,000
CASH FLOWS FROM INVESTING ACTIVITIES				
Acquisition of cash on purchase of subsidiary	_	597,941	_	597,941
Capital assets acquired	(4,141)	(1,595)	(6,207)	(1,595)
Mineral properties and deferred costs	(286,040)	(17,881)	(471,650)	(17,881)
Winerar properties and deferred costs	(200,040)	(17,001)	(471,050)	
Net cash used in investing activities	(290,181)	578,465	(477,857)	578,465
Increase (decrease) in cash during the period	(239,110)	487,682	8,480	487,682
Cash and equivalents, beginning of the period	3,049,775		2,802,185	30

Supplemental disclosure with respect to cash flows (Note 9)

The accompanying notes are an integral part of these consolidated financial statements.

#### 1. <u>NATURE OF OPERATIONS</u>

The Company is engaged in the acquisition and exploration of mineral properties in Mexico, El Salvador and Honduras.

On May 23, 2003, the Company acquired all of the issued and outstanding common shares of NorCrest Silver Inc. ("Norcrest") (formerly 4023307 Canada Inc.), resulting in a reverse takeover by NorCrest (Note 3).

The amounts shown for mineral properties represent costs incurred to date and do not reflect present or future values. The Company is in the process of exploring its mineral properties and has not yet determined whether the properties contain reserves that are economically recoverable. Accordingly, the recoverability of these capitalized costs is dependant upon the existence of economically recoverable reserves, the ability of the Company to obtain the necessary financing to complete their development and upon future profitable production.

## 2. SIGNIFICANT ACCOUNTING POLICIES

The interim consolidated financial statements of the Company have been prepared by management in accordance with Canadian generally accepted accounting principles. The preparation of financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions that affect the amounts reported in the consolidated financial statements and accompanying notes. Actual results could differ from those estimates. The consolidated financial statements have, in management's opinion, been properly prepared using careful judgement with reasonable limits of materiality. These interim consolidated financial statements should be read in conjunction with the most recent annual financial statements. The significant accounting policies follow that of the most recently reported annual financial statements.

## Principles of Consolidation

These consolidated financial statements include the accounts of the Company and its wholly-owned subsidiaries NorCrest, a company incorporated under the laws of the province of British Columbia, Compania Minera Maverick S.A. de CV, a company incorporated under the laws of Honduras, Nusantara de Mexico S.A. de C.V., a company incorporated under the laws of Minera Atlas S.A. de C.V., a company incorporated under the laws of El Salvador. All significant inter-company transactions and balances have been eliminated upon consolidation.

#### **Mineral Properties**

The Company records its interests in mineral properties and areas of geological interest at cost. All direct and indirect costs relating to the acquisition of these interests are capitalized on the basis of specific claim blocks or areas of geological interest until the properties to which they relate are placed into production, sold or management has determined there to be an impairment. These costs will be amortized on the basis of units produced in relation to the proven reserves available on the related property following commencement of production. Mineral properties which are sold before that property reaches the production stage will have all revenues from the sale of the property credited against the cost of the property. Properties which have reached the production stage will have a gain or loss calculated based on the portion of that property sold.

The recorded cost of mineral exploration interests is based on cash paid, the value of share considerations and exploration and development costs incurred. The recorded amount may not reflect recoverable value as this will be dependent on the development program, the nature of the mineral deposit, commodity prices, adequate funding and the ability of the Company to bring its projects into production.

## SIGNIFICANT ACCOUNTING POLICIES (cont'd...)

#### **Deferred Exploration Costs**

The Company defers all exploration costs relating to mineral properties and areas of geological interest until the properties to which they relate are placed into production, sold, abandoned or management has determined there to be an impairment. These costs will be amortized over the proven reserves available on the related property following commencement of production.

#### Stock-Based Compensation

Effective January 1, 2002, the Company adopted the new CICA Handbook Section 3870, "Stock-Based Compensation and Other Stock-Based Payments", which recommends that stock options granted to employees and non-employees be accounted for at fair value. This section also permits, and the Company adopted, the use of the intrinsic value-based method for valuing stock options granted to employees. Under this method, compensation cost for options granted to employees is recognized only when the market price exceeds the exercise price at date of grant. However, pro-forma disclosure of earnings and earnings per share as if the fair value method had been adopted is required.

During the previous fiscal year, the Company adopted, on a prospective basis, the fair value based method of accounting for all stock-based compensation.

## Loss per Share

The Company uses the treasury stock method to compute the dilutive effect of options, warrants and similar instruments. Under this method the dilutive effect on loss per share is recognized on the use of the proceeds that could be obtained upon exercise of options, warrants and similar instruments. It assumes that the proceeds would be used to purchase common shares at the average market price during the year. Existing stock options and share purchase warrants have not been included in the computation of diluted loss per share because to do so would be anti-dilutive.

Basic loss per share is calculated using the weighted-average number of common shares outstanding during the period.

#### **Comparative Figures**

Certain comparative figures have been reclassified to conform with the current periods' presentation.

#### 3. ACQUISITION OF SUBSIDIARY

Effective May 23, 2003, the Company acquired all of the issued and outstanding common shares of NorCrest. As consideration, the Company issued 5,000,000 common shares which were placed in escrow in accordance with the policies of the TSX Venture Exchange ("TSX-V"). In addition, the Company paid \$75,000 and is also required to pay \$75,000 after a cumulative \$1,000,000 has been expended on exploration and development of the properties acquired through the acquisition of NorCrest and is required to pay a further \$225,000 upon receipt of a bankable feasibility study on any of the acquired properties.

### SILVERCREST MINES INC. NOTES TO THE INTERIM CONSOLIDATED FINANCIAL STATEMENTS June 30, 2004

### 3. ACQUISITION OF SUBSIDIARY (cont'd...)

To date, the Company has not expended the required balance on exploration and development of the acquired properties or received a bankable feasibility study on any of the acquired properties.

Legally, the Company is the parent of NorCrest. However as a result of the share exchange described above, control of the combined companies passed to the former shareholders of NorCrest. This type of share exchange is referred to as a "reverse takeover". A reverse takeover involving a non-public enterprise and a non-operating public enterprise with nominal net non-monetary assets is a capital transaction in substance, rather than a business combination. That is, the transaction is equivalent to the issuance of shares by NorCrest for the net liability of the Company, accompanied by a recapitalization of NorCrest. The net liability of the Company is charged to the consolidated deficit.

The statements of operations and cash flows for the period ended June 30, 2003 are those of NorCrest. The equity amounts are those of NorCrest, however, the number of shares outstanding at June 30, 2003 were the Company's.

The results of operations of the Company for the period from January 1, 2003 to May 23, 2003 were as follow and as a result of the above transaction are not included in the comparative amounts.

	Period from
	January 1, 2003
	to May 23, 2003
GENERAL AND ADMINISTRATIVE EXPENSES	
Amortization	248
	\$
Consulting	3,000
Office and miscellaneous	2,817
Management fees	20,000
Professional fees	4,842
Regulatory and transfer agent fees	11,813
Rent and telephone	8,331
Shareholder communications	6,287
Travel and related	726
Loss for the period	(58,064)
*	\$

## 4. <u>EQUIPMENT</u>

		June 30, 2004		December 31, 2003					
	Cost	Accumulated Amortization	Net Book Value	Cost	Accumulated Amortization	Net Book Value			
Equipment and furniture	14,895 \$	2,230 \$	12,665 \$	9,• \$	432 1,126 \$	8,306 \$			

Computer hardware Computer software Automotive	 6,163 2,597 28,453	<u> </u>	1,363 1,947 5,523	 4,800 650 22,930	<u> </u>	5,419 2,596 28,453	 581 1,299 1,920	 4,838 1,297 26,533
	\$ 52,108	\$	11,063	\$ 41,045	\$	45,900	\$ 4,926	\$ 40,974

## 5. <u>MINERAL PROPERTIES</u>

Title to mineral properties involves certain inherent risks due to the difficulties of determining the validity of certain claims as well as the potential for problems arising from the frequently ambiguous conveyancing history characteristic of many mineral properties. The Company has investigated title to all of its mineral properties and, to the best of its knowledge, title to all of its properties are in good standing to the extent granted.

	El Ocote Project, Honduras		Opoteca Project, Honduras		Other Projects, Honduras		El Zapote Project, El Salvador	Silver Angel Project, Mexico		Total
Balance, December 31, 2003	\$	129,480	\$	89,677	\$	23,034	\$	\$	61,485	\$ 303,676
Amortization		999		998		-	2,094		-	4,091
Assays		-		-		-	396		11,908	12,304
Casual Labour		-		790		-	-		-	790
Community Relations		209		208		-	-		-	417
Concession and Statutory		-		369		-	25,020		1,829	27,218
Drilling		-		-		-	167,744		-	167,744
Drill Contractor Expense		17,230		-		-	-		-	17,230
Field Supplies		-		-		-	-		369	369
Geological Consulting		-		-		-	7,632		-	7,632
Geological Services		7,419		7,419		-	8,343		71,562	94,743
Land Rental and Storage		667		-		-	-		6,684	7,351
Maps and Photos		-		9		-	-		1,472	1,481
Miscellaneous		1,233		1,779		-	-		-	3,012
Office and Communications		2,033		2,033		-	-		186	4,252
Professional Fees		1,880		1,880		-	-		13,011	16,771
Project Management		-		-		-	20,000		20,000	40,000
Rent and Supplies		2,438		2,439		-	11,470		-	16,347
Travel and Accommodation		1,988		2,181		-	18,292		20,453	42,914
Vehicles		980		995	-	-	3,825	-	5,275	 11,075
		37,076		21,100	_	_	264,816	-	152,749	 475,741
Balance, June 30, 2004	\$	166,556	\$	110,777	\$	23,034	\$ 264,816	\$	214,234	\$ 779,417

#### El Ocote Other Silver Opoteca Project, Projects, Projects, Angel Honduras Honduras Honduras Project, Mexico \$ Balance, December 31, 2002 5.704 \$ 6,788 \$ 13,325 \$ 1.078 1.079 Amortization \_ 1,130 3,422 Assays 358 Casual labour 313 4,727 2,836 Community relations 15.414 4.136 -Data acquisition 4.109 --Engineering consulting 9,204 \_ \_ Facilities 11,802 1,252 6,153 Field supplies 2,173 801 3,940 Geological services 25.235 19.082 21,386 -Land rental 308 332 Legal, filing and staking 3,668 11.127 7,337 20.769 Maps and photos 462 874 -Metallurgical testing 5,344 \_ -Miscellaneous 540 59 \_ 6,301 Office and communications 3.299 391 \_ Professional fees 850 850 \_ \_ 15,917 Project management 19,083 \_ \_

Total

25,817

2.157

4.910

7,876

19.550

4,109

9,204

19,207

6,914

65.703

42.901

1,336

5,344

9.991

1,700

1,906

35,000

22,841

15,971

277,859

\$ 303,676

6,975

4,759

61,485

61,485

599

640

\$

## 5. MINERAL PROPERTIES (cont'd...)

### El Ocote Project, Honduras

Balance, December 31, 2003

Road improvements

Vehicles

Travel and accommodation

The Company acquired a 100% interest in certain properties located in Western Honduras by staking.

\$

1,169

9,724

6,812

123,776

129,480

737

5,953

4,400

82,889

\$ 89,677

\_

189

9,709

23,034

\$

\$

### Arena Blanca Project, Honduras

The Company acquired a 100% interest in certain properties located in Western Honduras by staking.

#### **Opoteca Project, Honduras**

The Company acquired a 100% interest in certain properties located in West Central Honduras by staking.

#### La Pochota Project, Honduras

The Company acquired a 100% interest in certain properties located in South Western Honduras by staking.

Due to potential title uncertainty with respect to the El Ocote Project concession the Company is, effective the second quarter, expensing all ongoing Honduran exploration expenses. The accounting policy of capitalizing exploration expenditures will resume when the issue is resolved to the Company's satisfaction.

## 5. MINERAL PROPERTIES (cont'd...)

#### Silver Angel Project, Mexico

The Company acquired a 100% interest in certain properties located in the Northern Sierra Madre range in Mexico.

## El Zapote Project, El Salvador

The Company acquired a 100% interest in certain properties located in the Department of Santa Ana in northern El Salvador.

## 6. <u>CAPITAL STOCK AND CONTRIBUTED SURPLUS</u>

	Number of Shares	Capital Stock	c Contributed Surplus	Total
Authorized				
100,000,000 common shares without				
par value				
Balance at December 31, 2002	4,104,046	30	-	30
	1,101,010	\$	\$	\$
Warrants exercised	100,000			. <u> </u>
Balance at May 23, 2003	4,204,046	30	-	30
Common shares issued pursuant to acquisition of NorCrest (Note 3)	5,000,000	-	-	-
Short-form prospectus	2,070,000	552,827	130,273	683,100
Warrants exercised	774,500	366,260	,	271,075
Finders' fees	, , , , , , , , , , , , , , , , , , , ,	,	(,,	,
Cash	_	(62,981)	) –	(62,981)
Non-cash	50,000	(38,735		16,500
Finders' warrants exercised	394,000	182,587	(52,567)	
Private placement	1,900,000	721,317	228,683	950,000
Finders' fees				
Cash	-	(26,875)	) -	(26,875
Non-cash	88,750	(20,493	) 64,868	44,375
Finders' warrants exercised	16,000	13,612	(3,852)	9,760
Private placement	1,431,927	1,378,489	411,420	1,789,909
Finders' fees				
Cash	-	(88,908)	) -	(88,908)
Non-cash	9,630	1,370	10,668	12,038
Share issuance costs	-	(236,050)	) -	(236,050)
Stock-based compensation	-	-	273,041	273,041
Conversion of special warrants	2,500,000	325,000	-	325,000
Warrants exercised	350,000	83,500		83,500
Stock options exercised	25,000	11,250		11,250
Balance at December 31, 2003	18,813,853	3,162,200	1,022,584	4,184,784

## 6. CAPITAL STOCK AND CONTRIBUTED SURPLUS (cont'd...)

	Number of Shares	Capital Stock		Contributed Surplus		Total	
Warrants exercised	1,973,377	\$	809,102	\$	(115,672)	\$	693,430
Stock options exercised	92,500		44,425		-		44,425
Stock based compensation	-		-		386,170		386,170
Balance at June 30, 2004	20,879,730	\$	4,015,727	\$	1,293,082	\$	5,308,809

During the six month period, 1,973,377 warrants were exercised for proceeds of \$693,430. As a result, \$115,672 was reallocated to capital stock from contributed surplus. In addition, 92,500 common shares were issued on the exercise of stock options for proceeds of \$44,425.

#### **Escrow shares**

Included in issued capital stock are 3,195,000 common shares of the Company that are subject to the time release escrow provisions of the TSX-V. In addition 50,480 common shares are subject to another escrow agreement and may not be transferred, assigned or otherwise dealt with without the consent of the regulatory authorities.

## 7. <u>STOCK OPTIONS AND WARRANTS</u>

#### **Stock options**

The Company has a stock option under which it is authorized to grant stock options to executive officers and directors, employees and consultants enabling them to acquire up to 10% of the issued and outstanding common stock of the Company. The exercise price of each option equals the market price of the Company's stock as calculated on the date of the grant. The options can be granted for a maximum term of 5 years.

At June 30, 2004, the Company had outstanding stock options, enabling holders to acquire common shares as follows:

Number	Exercise	Expiry
of Shares	Price	Date
1,050,000	\$0.45	June 16, 2008
750,000	1.41	March 24, 2009

## 7. STOCK OPTIONS AND WARRANTS (cont'd...)

Stock option transactions and the number of stock options outstanding are summarized as follows:

	Number of Options	Weighted Average Exercise Price	
As at December 31, 2003	1,142,500	\$	0.45
Granted Exercised	750,000 (92,500)	_	1.41 0.48
As at June 30, 2004	1,800,000	\$	0.85
Number of options currently exercisable	1,600,000	\$	0.83

#### Stock-based compensation

The Company granted 750,000 stock options on March 24, 2004 of which 625,000 stock options vested during the current period, resulting in stock-based compensation expense under the Black-Scholes option pricing model of \$358,678, which was recorded as contributed surplus on the balance sheet. During the three months ended June 30, 2004, an additional 75,000 stock options vested resulting in stock based compensation expense of \$20,478. The weighted average fair value of the stock options granted during the current year was \$.49 per share.

The following weighted average assumptions were used for the Black-Scholes valuation of stock options and share purchase warrants issued during the period:

Risk-free interest rate	2.85%
Expected life of options/warrants	2 years
Annualized volatility	107%
Dividend rate	0.00%

#### Warrants

At June 30, 2004, the Company had outstanding share purchase warrants, enabling holders to acquire shares as follows:

Number of Share	es		Expiry Date	
		Exercise Price		
840,398	\$	0.61	Aug 29, 2004	
	If unexercised, then at	0.70	Aug 29, 2005	
970,000		0.26	Dec 16, 2004	
24,450		1.25	Dec 18, 2004	
1,379,557		1.40	Dec 18, 2004	
62,000		1.40	Dec 30, 2004	

## 7. STOCK OPTIONS AND WARRANTS (cont'd...)

## 8. <u>RELATED PARTY TRANSACTIONS</u>

The Company entered into the following transactions with related parties:

- a) Paid \$80,000 (2003 \$30,000) for management fees to companies controlled by two directors. \$20,000 of the comparative amount was paid prior to May 23, 2003.
- b) Paid \$40,000 (2003 \$15,000) for project management fees to an officer of the Company which are included in deferred exploration costs. \$10,000 of the comparative amount was paid prior to May 23, 2003.
- c) Paid \$Nil (2003 \$3,000) for consulting fees to a former director of the Company.
- d) Recorded \$358,698 (2003 \$Nil) for stock-based compensation expense on stock options granted to directors and officers.
- Paid or accrued \$8,560 (2003 \$10,159) for legal fees which were included in professional fees and (2003 \$4,842) for legal expenses which was paid prior to May 23, 2003 to a law firm of which an officer of the Company is a partner.

Included in accounts payable and accrued liabilities at June 30, 2004 is \$9,118 (December 31, 2003 - \$17,423) due to a law firm of which an officer of the Company is a partner.

These transactions are in the normal course of operations and are measured at the exchange amount, which is the amount of consideration established and agreed to by the related parties.

## 9. <u>SUPPLEMENTAL DISCLOSURE WITH RESPECT TO CASH FLOWS</u>

	2004	2003
Cash paid during the year for interest	\$ - \$	-
Cash paid during the year for income taxes	\$ - \$	-

### 9. <u>SUPPLEMENTAL DISCLOSURE WITH RESPECT TO CASH FLOWS (cont'd...)</u>

Significant non-cash transaction for the three month period ended June 30, 2004 was the Company recording stockbased compensation expense of \$20,478 relating to stock options granted. There were no significant non-cash transactions for the three month period ended June 30, 2003.

### 10. FINANCIAL INSTRUMENTS

The Company's financial instruments consist of cash and equivalents, advances, receivables, deposits and accounts payable and accrued liabilities. Unless otherwise noted, it is management's opinion that the Company is not exposed to significant interest, currency or credit risks arising from these financial instruments. The fair value of these financial instruments approximates their carrying values, unless otherwise noted.

#### 11. <u>SEGMENTED INFORMATION</u>

#### **Industry information**

Operating segments are defined as components of an enterprise about which separate financial information is available that is evaluated regularly by management, in deciding how to allocate resources and in assessing performance. All of the Company's operations are within the resource sector. The Company's mining operations are centralized whereby management of the Company is responsible for business results and the everyday decision making.

The segments' accounting policies are the same as those described in the summary of significant accounting policies except that expenses and other items are not allocated to the individual operating segments when determining profit or loss, but are rather attributed to the corporate head office.

	Canada	H	londuras	Mexico	El	Salvador	Total
June 30, 2004							
Current assets	2,822,185	\$	4,809	\$ 7,527		32,786	2,867,307
	\$				\$		\$
Equipment	15,032		26,013	-		-	41,045
Mineral properties and deferred exploration costs	-		300,367	214,234		264,816	779,417
	 2,837,217		331,189	221,761		297,602	3,687,769
	\$	\$		\$	\$		\$
	Canada	Н	londuras	Mexico	El	Salvador	Total
December 31, 2003							
Current assets	2,857,614	\$	440	\$ -		-	2,858,054
	\$				\$		\$
			20.104	_		-	40,974
Equipment	10,870		30,104				,
Equipment Mineral properties and deferred	10,870		30,104 242,191	61,485		-	303,676
1 1	 10,870 - 2,868,484	\$		 <u>61,485</u> 61,485		-	,

Segmented assets by geographical location are as follows:

# 12. <u>SUBSEQUENT EVENTS</u>

The following events occurred subsequent to June 30, 2004:

The Company issued 98,000 shares for proceeds of \$38,780 pursuant to the exercise of warrants and issued 25,000 shares for proceeds of \$11,250 pursuant to the exercise of stock options.