ABENTEUER RESOURCES CORP.

FINANCIAL STATEMENTS

FOR THE YEARS ENDED

DECEMBER 31, 2008 AND 2007

Management's Responsibility for Financial Reporting

The accompanying consolidated financial statements of the Company have been prepared by management in accordance with Canadian generally accepted accounting principles.

The Company's management is responsible for the integrity of the financial information and for the implementation and maintenance of an appropriate system of internal control. A system of internal controls is designed to provide reasonable assurance that transactions are authorized, assets are safeguarded from loss or unauthorized use, to produce reliable accounting records for financial reporting purposes, and to ensure these accounting records are properly maintained.

The Company's independent auditors, PricewaterhouseCoopers LLP, are appointed by the shareholders to conduct an audit in accordance with Canadian generally accepted auditing standards. The audit includes an examination on a test basis, of evidence supporting the amounts and disclosures in the financial statements as well as assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation.

The Board of Directors are responsible for ensuring that management fulfills its responsibilities for financial reporting and implementation and maintenance of a system of internal controls. The Board exercises this responsibility through the Audit Committee. The Audit Committee meets with management and the independent auditors to ensure that management's responsibilities are properly discharged, to review the consolidated financial statements and recommend that the consolidated financial statements be presented to the Board of Directors for approval.

In addition, the Audit Committee also considers the independence of the external auditors and reviews their fees. The external auditors have access to the Audit Committee without the presence of management

"*J. Lewis Dillman*"

J. Lewis Dillman
Chief Executive Officer
Vancouver, BC
April 23, 2009

"*Jamie A. Lewin*"

Jamie A. Lewin, CMA
Chief Financial Officer
Vancouver, BC
April 23, 2009

PricewaterhouseCoopers LLP
Chartered Accountants
PricewaterhouseCoopers Place
250 Howe Street, Suite 700
Vancouver, British Columbia
Canada V6C 3S7
Telephone +1 604 806 7000
Facsimile +1 604 806 7806

To the Shareholders of Abenteuer Resource Corp..:

We have audited the Balance Sheets of Abenteuer Resource Corp. (the "Company") as at December 31, 2008 and 2007 and the Statements of Operations, Comprehensive Income and Retained Earnings (Deficit) and Cash Flows for each of the years then ended. These financial statements are the responsibility of the Company's management. Our responsibility is to express an opinion on these financial statements based on our audits.

We conducted our audits in accordance with Canadian generally accepted auditing standards. Those standards require that we plan and perform an audit to obtain reasonable assurance whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation.

In our opinion, these financial statements present fairly, in all material respects, the financial position of the Company as at December 31, 2008 and 2007 and the results of its operations and its cash flows for the years then ended in accordance with Canadian generally accepted accounting principles.

(signed) PricewaterhouseCoopers LLP

Chartered Accountants

Vancouver, British Columbia
April 23, 2009

ABENTEUER RESOURCES CORP.

BALANCE SHEETS AS AT DECEMBER 31

	2008	2007
ASSETS		
CURRENT		
Cash and cash equivalents	$ 614,355	$ 207,247
Accounts receivable	23,547	75,590
Short-term deposits	500,000	450,000
	1,137,902	732,837
LONG TERM		
Petroleum and Natural Gas Property - Note 5	1,202,380	1,343,472
TOTAL ASSETS	**$ 2,340,282**	**$ 2,076,309**
LIABILITIES		
CURRENT		
Accounts payable and accrued liabilities	$ 86,613	$ 40,602
LONG TERM		
Asset retirement obligations - Note 6	78,795	75,043
Future income tax liability – Note 9	65,512	27,676
	144,307	102,719
SHAREHOLDERS' EQUITY		
SHARE CAPITAL - Note 7	1,829,228	1,829,228
CONTRIBUTED SURPLUS - Note 7	217,963	210,709
RETAINED EARNINGS (DEFICIT)	62,171	(106,949)
	2,109,362	1,932,988
TOTAL LIABILITIES AND EQUITY	**$ 2,340,282**	**$ 2,076,309**

Nature of the operations (Note 1)
Contingent and commitments (Note 11 and 12)

The accompanying notes are an integral part of the financial statements

Approved by:

"*Lewis Dillman*", Director

"*Jamie Lewin*", Director

ABENTEUER RESOURCES CORP.

STATEMENTS OF OPERATIONS, COMPREHENSIVE INCOME AND RETAINED EARNINGS (DEFICIT)

FOR THE YEARS ENDED DECEMBER 31

	2008	2007
REVENUE		
Petroleum and natural gas sales	$ 869,254	$ 674,687
Less Royalties and free hold mineral tax	(142,527)	(126,218)
	726,727	548,469
EXPENSES		
Operating	138,272	133,009
Depletion, accretion and amortization	151,613	209,822
General and administrative	215,118	174,522
Stock-based compensation - Note 8	7,254	76,832
	512,257	594,185
Other Income	22,557	5,945
INCOME (LOSS) FOR THE YEAR BEFORE INCOME TAXES	237,027	(39,771)
Current income tax expense – Note 7	(30,070)	-
Future income tax recovery (expense) – Note 7	(37,837)	182,600
NET INCOME AND COMPREHENSIVE INCOME FOR THE YEAR	169, 120	142,829
DEFICIT- Beginning of the year	(106,949)	(249,778)
RETAINED EARNINGS (DEFICIT) - End of the year	**$ 62,171**	**$ (106,949)**
Earnings (Loss) per share (basic and diluted)	$ 0.02	$ 0.01
Weighted Average Number of Common Shares Outstanding	10,733,266	10,733,266

The accompanying notes are an integral part of the financial statements.

ABENTEUER RESOURCES CORP.

STATEMENTS OF CASH FLOWS

FOR THE YEARS ENDED DECEMBER 31

	2008	2007
CASH PROVIDED BY (USED IN)		
OPERATING ACTIVITIES		
Net income	$ 169,120	$ 142,829
Items not affecting cash		
Depletion, accretion and amortization	151,613	209,822
Stock-based compensation	7,254	76,832
Future income tax expense (recovery)	37,837	(182,600)
	365,824	246,883
Net change in non-cash working capital balances related to operations	98,050	(3,756)
	463,874	243,127
FINANCING ACTIVITIES		
Purchase of short term deposit	(50,000)	(450,000)
	(50,000)	(450,000)
INVESTING ACTIVITIES		
Purchase of property and equipment	(6,766)	(30,409)
	(6,766)	(30,409)
CHANGE IN CASH AND CASH EQUIVALENTS	407,108	(237,282)
CASH AND CASH EQUIVALENTS - Beginning of the year	207,247	444,529
CASH AND CASH EQUIVALENTS - End of the year	**$ 614,355**	**$ 207,247**

NOTE 1 NATURE OF OPERATIONS

The Company is engaged primarily in the exploration for, and the production of, petroleum and natural gas reserves in a single cost centre being the Western Canadian Sedimentary basin.

NOTE 2 SIGNIFICANT ACCOUNTING POLICIES

The accounting policies followed by the Company are set out below and have been consistently followed in the preparation of these financial statements as compared to prior years, except that the Company has adopted certain new Canadian Institute of Chartered Accountants ("CICA") standards as described in Note 3.

a) Property and Equipment

Office equipment, other than petroleum and natural gas properties and production equipment, is recorded at cost. Amortization is recorded on a declining balance basis at the following annual rate:

Computer equipment	20%

b) Petroleum and Natural Gas Properties and Production Equipment

Capitalized costs
The Company follows the full-cost method of accounting for oil and gas activities whereby all costs associated with the acquisition of, the exploration for and the development of oil and gas reserves relating to the exploration for and development of oil and natural gas reserves, whether productive or unproductive, are capitalized. Such costs include land and lease acquisitions, geological and geophysical expenditures, drilling of productive and non-productive wells, production and gathering equipment and facilities, carrying costs directly related to unproved properties, and corporate costs directly related to acquisition. The carrying value, based on a ceiling test calculation, is limited to a recoverable amount as determined by estimating the present value of future net revenue from proven properties based on forecast prices, costs and the value of unproven properties at the lower of cost and net realizable value.

The costs (including exploratory dry holes) related to cost centres from which there has been no commercial production are not subject to depletion until commercial production commences.

Proceeds from disposal of properties are normally applied as a reduction of the costs of the remaining assets unless the disposal would alter the rate of depletion by more than 20%, in which case a gain or loss on disposal is recorded.

NOTE 2 **SIGNIFICANT ACCOUNTING POLICIES - CONTINUED**

Depletion and deprecation
Capitalized costs are depleted and depreciated using the unit-of-production method based on gross proved reserves of petroleum and natural gas as determined by independent engineers. For purposes of this calculation, oil and natural gas reserves are converted to a common unit of measurement on the basis that six thousand cubic feet of gas equates to one barrel of oil. In determining its depletion base, the Company includes estimated future costs to be incurred in developing proved reserves and excludes estimated salvage values and the cost of unproved properties. Costs of acquiring and evaluating unproved properties are excluded from the depletion base until it is determined whether proved reserves are attributable to the properties or impairment occurs. Unproved properties are assessed for impairment at least annually.

Ceiling Test
Impairment is determined when the carrying amount of property and equipment exceeds the sum of the undiscounted cash flows expected to result from the Company’s proved reserves (determined pursuant to evaluation by independent engineers as dictated by National Instrument 51-101), based on future pricing. If the carrying value is impaired, the amount of impairment is measured by comparing the carrying amounts of property and equipment to an amount equal to the estimated net present value of future cash flows from proved plus probable reserves. This calculation incorporates risks and uncertainties in the expected future cash flows that are discounted using a risk-free rate. Any excess carrying value above the net present value of the future cash flows would be recorded as a permanent impairment and the cost centre is written down to its fair value.

The Company applies this test at least annually or more frequently as events or circumstances dictate.

Joint Interests
Substantially all of the exploration, development and production activities of the Company are conducted jointly with others and, accordingly, the financial statements reflect only the Company's proportionate interest in such activities.

NOTE 2 **SIGNIFICANT ACCOUNTING POLICIES - CONTINUED**

c) Asset Retirement Obligation

The Company recognizes the estimated liability associated with an asset retirement obligation ("ARO") in the financial statements at the time the asset is acquired and the liability is incurred. The estimated fair value of the ARO liability is recorded as a long-term liability, with a corresponding increase in the carrying amount of the related asset. The capitalized amount is depleted on a unit-of-production method over the life of the proved reserves. The liability amount is increased each reporting period due to the passage of time and the amount of accretion is charged to earnings in the period. The ARO can also increase or decrease due to changes in the estimates of timing of cash flows or changes in the original estimated undiscounted cost. Actual costs incurred upon settlement of the ARO are charged against the ARO to the extent of the liability recorded. Differences between the actual costs incurred and the fair value of the liability recorded are recognized in earnings in the period incurred.

d) Measurement Uncertainty

The preparation of financial statements in conformity with Canadian generally accepted accounting principles ("GAAP") requires management to make estimates and assumptions that affect the amounts reported in the financial statements and accompanying notes. Actual results could differ from those estimates.

The amounts recorded for depletion and amortization of property and equipment and the liability for retirement obligations are based on estimates. The impairment test is based on estimates of proved reserves, production rates, oil prices, future costs and other relevant assumptions. By their nature, these estimates are subject to measurement uncertainty and the effect on the financial statements of changes in estimates in future periods could be significant.

The calculation of stock-based compensation involves using certain estimates and assumptions which are subject to management uncertainty.

The financial statements include accruals based on the terms of existing joint venture agreements. Due to varying interpretations of the definition of terms in these agreements, the accruals made by management in this regard may be significantly different from those determined by the Company's joint venture partners. The effect on the financial statements resulting from such adjustments, if any, will be reflected prospectively.

NOTE 2 **SIGNIFICANT ACCOUNTING POLICIES - CONTINUED**

e) Income Taxes

The Company has adopted the liability method of accounting for future income taxes. Under the liability method, future income tax assets and liabilities are determined based on “temporary difference” (differences between the accounting basis and the tax basis of the assets and liabilities), and are measured using the substantively enacted tax rates and laws expected to apply when these differences are expected to reverse.

f) Stock-Based Compensation

All stock-based awards made to employees and non-employees are measured and recognized using a fair value based method. For employees, the fair value of the options is measured at the date of the grant. For non-employees, the fair value of the options is measured on the earlier of the date at which the counterparty performance is complete or the date the performance commitment is reached or the date at which the equity instruments are granted if they are fully vested and non-forfeitable. For employees and non-employees, the fair value of the options is accrued and charged to operations, with the offsetting credit to contributed surplus, on a straight-line basis over the vesting period. If and when the stock options are ultimately exercised, the applicable amounts of contributed surplus are transferred to share capital.

g) Revenue Recognition

Revenues associated with sales of petroleum and natural gas and all other items are recorded when reserves are produced and delivered to the purchaser. Oil revenues are net of royalties and Saskatchewan freehold royalty taxes.

h) Earnings (Loss) Per Share

Basic earnings (loss) per share is computed by dividing income (loss) by the weighted average number of common shares outstanding during the year. Diluted earnings per share amounts reflect the potential dilution (if any) that could occur if stock options or warrants to purchase common shares were exercised and converted to common shares. The treasury stock method of calculating diluted loss per share amounts is used whereby any proceeds from the exercise of stock options or warrants are assumed to be used to purchase common shares of the Company at the average market price during the year.

NOTE 2 **SIGNIFICANT ACCOUNTING POLICIES - CONTINUED**

i) Flow-Through Shares

Canadian income tax legislation permits an enterprise to issue securities referred to as flow-through shares, whereby the investor can claim the tax deductions arising from the renunciation of the related resource expenditures. When resource expenditures are renounced to the investors and the Company has reasonable assurance that the expenditures will be completed, future income tax liabilities are recognized thereby reducing share capital when the expenses are renounced.

If a company has sufficient unused tax losses and deductions to offset all or part of the future income tax liabilities and no future income tax assets have been previously recognized on such losses, a portion of such unrecognized losses is recorded as income up to the amount of the future income tax liability previously recognized on the renounced expenditures.

j) Cash and Cash Equivalents

Cash and cash equivalents include cash on hand, term deposits and short-term highly liquid investments with the original term to maturity of three months or less, which are readily convertible to known amounts of cash and which, in the opinion of management, are subject to an insignificant risk of changes in value.

k) Short-term deposits

Short term deposits include term deposits and short term highly liquid investments with the original term to maturity of greater than three months but less than one year, which are readily convertible to known amounts of cash and which, in the opinion of management, are subject to an insignificant risk of changes in value.

NOTE 3 **ADOPTION OF NEW CANADIAN ACCOUNTING POLICIES**

Capital Disclosures (Section 1535)

Effective January 1, 2008, the Company adopted Section 1535 "Capital Disclosures". This standard requires disclosure of an entity's objectives, policies and processes for managing capital, quantitative data about what the entity regards as capital and whether the entity has complied with any capital requirements and, if it has not complied, the consequences of such non-compliance.

The Company manages its common shares, stock options and warrants as capital. As the Company is in the exploration stage, its principal source of funds is from the issuance of common shares. It is the Company's objective to safeguard its ability to continue as a going concern, so that it can continue to explore and develop its project for the benefit of its stakeholders. The Company is not subject to any externally imposed capital requirement. See Note 13 for additional details.

Financial Instruments – Disclosure (Section 3862) & Presentation (Section 3863)

These standards have superseded Handbook CICA 3861, Financial Instruments – Disclosure and Presentation. They increase the disclosures currently required, which will enable users to evaluate the significance of financial instruments for an entity's financial position and performance, including disclosures about fair value. In addition, disclosure is required of qualitative and quantitative information about exposure to risks arising from financial instruments, including specified minimum disclosures about credit risk, liquidity risk and market risk. The quantitative disclosures must provide information about the extent to which the entity is exposed to risk, based on information provided internally to the entity's key management personnel. Effective January 1, 2008, the Company adopted these standards. See Note for additional details.

General Standards of Financial Statement Presentation

In April 2007, the CICA approved amendments to Handbook Section 1400, General Standards of Financial Statement Presentation. These amendments require management to assess an entity's ability to continue as a going concern. When management is aware of material uncertainties related to events or conditions that may cast doubt on an entity's ability to continue as a going concern, those uncertainties must be disclosed. In assessing the appropriateness of the going concern assumption, the standard requires management to consider all available information about the future, which is at least, but not limited to, twelve months from the balance sheet date. The standard was adopted by the Company effective January 1, 2008

NOTE 4 **FUTURE ACCOUNTING PRONOUNCEMENTS**

Recent Canadian accounting pronouncements that have been issued but are not yet effective, and which may affect the Company's financial reporting are summarized below:

(i) Goodwill and Intangible Assets

In February 2008, the Canadian Institute of Chartered Accountants ("CICA") issued CICA Handbook Section 3064, *Goodwill and Intangible Assets*, which replaces Section 3062, *Goodwill and Other Intangible Assets* and Section 3450, *Research and Development Costs*. Various changes have been made to other sections of the CICA Handbook for consistency purposes. Section 3064 establishes standards for the recognition, measurement, presentation and disclosure of goodwill subsequent to its initial recognition and of intangible assets by profit-oriented enterprises. The new Section will be applicable to the Company's consolidated financial statements for its fiscal year beginning January 1, 2009. The Company does not expect that the adoption of this section will have a material impact on its consolidated financial statements.

(ii) Business Combinations

In January 2009, the CICA issued Section 1582, *Business Combinations*, which replaces former guidance on business combinations. Section 1852 establishes principles and requirements of the acquisition method for business combinations and related disclosures. In addition, the CICA issued Sections 1601, *Consolidated Financial Statements*, and 1602, *Non-Controlling Interests*, which replaces the existing guidance. Section 1601 establishes standards for the preparation of consolidated financial statements, which section 1601 provides guidance on accounting for a non-controlling interest in a subsidiary in consolidated financial statements subsequent to a business combination.

These statements apply prospectively to business combinations for which the acquisition date is on or after the beginning of the first annual reporting period beginning on or after January 1, 2011 with earlier application permitted. The Company is currently evaluating the new sections to determine the potential impact on its consolidated financial statements.

(iii) Credit Risk and the Fair Value of Financial Assets and Financial Liabilities

In January 2003, the CICA issued EIC – 173, *Credit Risk and the Fair Value of Financial Assets and Financial Liabilities.* The guidance requires that an entity's own credit risk and the credit risk of the counterparty should be taken into account in determining the fair value of financial assets and financial liabilities, including derivative instruments. This guidance is applicable to fiscal periods ending on or after January 20, 2009. The Company does not expect that the adoption of this section will have a material impact on its consolidated financial statements.

(iv) International Financial Reporting Standards

In February 2008, the CICA Accounting Standards Board confirmed that International Financial Reporting Standards will replace Canada's current generally accepted accounting principles for publicly accountable profit-oriented enterprises effective January 1, 2011.

The Company is currently developing its IFRS conversion plan with priority being placed on those standards likely to have a significant impact. Our analysis will include identifying the differences between IFRS and the Company's current accounting policies, assessing the impact of the difference, and where necessary, analyzing the various policies that it could elect to adopt. Changes in accounting policies are likely and may materially impact the Company's consolidated financial statements.

NOTE 5 **PETROLEUM AND NATURAL GAS PROPERTY**

	Cost	Accumulated Depletion and Amortization	2008 Net Book Value
Computer equipment	$ 10,504	$ 7,313	$ 3,191
Petroleum & natural gas properties	2,368,776	1,169,587	1,199,189
	$ 2,379,280	$ 1,176,900	$ 1,202,380

	Cost	Accumulated Depletion and Amortization	2007 Net Book Value
Computer equipment	$ 10,504	$ 5,213	$ 5,291
Petroleum & natural gas properties	2,362,007	1,023,826	1,338,181
	$ 2,372,511	$ 1,029,039	$ 1,343,472

The Company's reserves are estimated and assessed by a qualified, independent petroleum engineer.

At December 31, 2008, petroleum and natural gas properties included $nil (2007 - $nil) relating to unproved properties which have been excluded from the depletion calculation. No general and administrative costs were capitalized during the year (2007 - $nil). The Company applied the ceiling test to its capitalized assets at December 31, 2008 and determined that no writedown of capitalized costs was required (2007 - $nil writedown).

The following table outlines the benchmark prices used in the impairment test at December 31, 2008:

Year	Oil Price
2009	$ 58.50
2010	62.25
2011	64.09
2012	75.85
2013	85.26

Prices were escalated at 3% per annum to 2015 and then escalating at 1.5% thereafter.

NOTE 6 ASSET RETIREMENT OBLIGATIONS

The asset retirement obligations for the years ended December 31, 2008 and 2007 are as follows:

	2008	2007
Asset retirement obligations - beginning of the year	$ 75,043	$ 71,469
Net decrease in liabilities during the year	-	-
Accretion expense	3,752	3,574
Asset retirement obligations - end of the year	$ 78,795	$ 75,043

In addition to the liability, which is indicated in the above table, the Company also has a reclamation bond having a value of $20,000 that is held by the Saskatchewan Industry and Resources. This is included in the value of the property and equipment. Interest is paid at 0.85% on the reclamation bond.

The Company has calculated the fair value of the asset retirement obligation using a discount rate of 5% and an inflation rate of 1.5%. The estimated total future undiscounted cash flows to settle the asset retirement obligations are $203,476 (2007 - $203,476) and are expected to be incurred over a period of approximately 7 to 13 years.

NOTE 7 SHARE CAPITAL

Authorized share capital:

Unlimited number of voting common shares without nominal or par value
Unlimited number of preferred shares without nominal or par value

NOTE 7 **SHARE CAPITAL - CONTINUED**

Issued share capital - common shares:

	Number of shares	Value
Balance December 31, 2006	10,733,266	$ 2,039,505
Future income taxes on renouncement of tax benefits of flow-through shares (Note 7)	-	(210,277)
Balance December 31, 2007 and 2008	10,733,266	$ 1,829,228

Warrants:

Balance December 31, 2006	1,422,720	$ 79,012
Warrants expired (i)	(1,422,720)	(79,012)
Balance December 31, 2007 and 2008	-	$ -

Contributed surplus

Balance December 31, 2006	54,865
Stock-based compensation (Note 8)	76,832
Warrants expired	79,012
Balance December 31, 2007	$ 210,709
Balance December 31, 2007	210,709
Stock-based compensation (Note 8)	7,254
Balance December 31, 2008	$ 217,963

i) Share capital and warrants

In 2006, the Company completed a private placement of 3,305,666 units and shares at $0.30 per unit or share for gross proceeds of $991,700, of which 1,317,333 were units consisting of one common share and one warrant exercisable at $0.40 per share until February 9, 2007 and 1,988,333 were flow-through shares. Share issuance costs amounted to $80,290. The warrants were fair-valued at $73,159 and the 105,387 broker warrants at $5,853, both using the Black-Scholes option pricing model. These warrants have expired.

NOTE 7 **SHARE CAPITAL - CONTINUED**

ii) Stock Options

The Company has a Directors' and Management Stock Option Plan (the "Plan") that allows the Company's board of directors to grant options as an additional incentive for directors, officers, employees and consultants to invest in the Company's common shares and thereby increase their equity and proprietary interest in the Company. All of the options which have been issued to date by the Company have been issued according to the Plan.

Under the Plan, options may be granted to purchase the Company's common shares up to the maximum number of shares permitted under the rules of the TSX Venture Exchange (currently 10% of the total outstanding common shares, with a maximum number of common shares optioned to any one optionee of no more than 5% of the total outstanding common shares). The exercise price of such options on the date of the grant cannot be less than the market price of the common shares on the TSX Venture Exchange less the permissible discount allowed by the exchange.

Stock option activity with respect to the Company's stock option plan is as follows:

	Number of Shares	Exercise Price	Expiry Date
Balance December 31, 2007	1,000,000	$ 0.20	November 2010
Options expired	(300,000)	$ 0.20	November 2010
Options granted	300,000	$ 0.10	December 2011
Balance December 31, 2007	1,000,000	$ 0.17	Weighted Average

During 2008, 300,000 fully vested stock options having a fair value of $23,050 expired unexercised, following the resignation of a director.

The average weighted life for the outstanding stock options at December 31, 2008 was 27 months.

NOTE 8 **STOCK BASED COMPENSATION**

The Company has used the Black-Scholes option pricing model to determine a fair value for stock options in order to determine the stock option compensation expense. The Company recorded $7,254 (2007 - $76,832) of compensation expense in the statement of operations, comprehensive income and retained earnings (deficit) in relation to the 300,000 options issued on December 3, 2008, with a corresponding increase to contributed surplus on the balance sheet.

The fair value of each option granted was estimated using the following assumptions:

Risk-free interest rate (1.91%)
Expected life (3 years)
Expected volatility (65.50%)
Expected dividend yield (0.00%)

NOTE 9 **INCOME TAXES**

Income tax expense differs from the amount that would result from applying the Canadian federal and provincial income tax rates to earnings before taxes. These differences result from the following items:

	2008	2007
Earnings (Loss) before income taxes	$ 237,026	$ (39,771)
Canadian federal and provincial income tax rates	32.00%	35.16%
Income tax recovery based on the above rates	75,848	(14,162)
Increase (decrease) due to:		
Non-deductible items and other	2,966	41,839
Change in long term tax rates	(10,908)	-
Future income tax on issuance of flow-through shares	-	(210,277)
Income tax expense (recovery)	$ 67,907	$ (182,600)

NOTE 9 INCOME TAXES - CONTINUED

The components of future income taxes are as follows:

	2008	2007
Future income tax assets		
Share issue costs	$ 12,180	$ 20,304
Asset retirement obligation	21,275	24,014
Total future tax assets	33,454	44,318
Valuation allowance	-	-
Net future income tax asset	33,454	44,318
Future income tax liabilities (long term)		
Property and equipment	98,967	71,994
Future income tax liabilities	98,967	71,318
Future income tax liability	$ 65,512	$ 27,676

In assigning the realization of future tax assets, management considers whether it is more likely than not that some portion or all of the future tax assets will be realized. The ultimate realization of future assets is depend upon the generation of future taxable income during the periods in which those temporary differences become deductible.

NOTE 10 RELATED PARTY TRANSACTIONS

During the year, the Company:

a) paid management fees of $30,000 (2007 - $30,000) to a company controlled by an officer and director of the Company;
b) paid legal fees of $11,661 (2007 - $14,614) to an advisor who is an officer of the Company;
c) paid $16,988 (2007 - $16,174) to an officer and director of the Company for accounting services;
d) paid $7,000 (2007 - $6,000) to a director of the Company for management consulting; and
e) paid $5,000 (2007 – $Nil) in Directors' fees.

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.

NOTE 11 **COMMITMENTS**

The Company has minimum annual lease commitments for its office premise expiring in 2010:

2009	$24,900
2010	24,900
	$45,600

NOTE 12 **CONTINGENCY**

The Company is subject to various regulatory and statutory requirements relating to the protection of the environment. These requirements, in addition to contractual agreements and management decisions, result in the accrual of estimated asset retirement obligations. Any changes in these estimates will affect future earnings.

Costs attributable to these commitments and contingencies are expected to be incurred over an extended period of time and are to be funded mainly from the Company's cash provided by operating activities. Although the ultimate impact of these matters on net earnings or loss cannot be determined at this time, it could be material for any one quarter or year.

The Company has third-party insurance coverage for the oil and gas wells in which it has an interest the operating partners are insured for the joint interest wells..

NOTE 13 **CAPITAL DISCLOSURE**

The Company manages its capital structure and makes adjustments to it, based on the funds available to the Company, in order to support the exploration and development of petroleum and natural gas property. The Board of Directors has not established quantitative capital structure criteria for management, but will review on a regular basis the capital structure of the Company to ensure its appropriateness to the stage of development of the business.

The property in which the Company currently has interest is in the development stage and the Company is dependent on external financing to fund its activities. In order to carry out planned exploration and development and pay for administrative costs, the Company will spend its existing working capital and raise additional amounts as needed.

NOTE 13 **CAPITAL DISCLOSURE - CONTINUED**

Management reviews its capital management approach on an ongoing basis and believes that this approach, given the relative size of the Company, is reasonable.

In order to facilitate the management of capital and maintenance and development of future oil producing sites, the Company prepares annual expenditure budgets, which are updated as necessary and are reviewed and approved by the Company's Board of Directors. In addition, the Company may issue new equity, incur additional debt, option its properties for cash and/or expenditure commitments from optionees, enter into joint venture arrangements, or dispose of certain assets. The Company's investment policy is to hold cash in interest bearing accounts at high credit quality financial institutions to maximize liquidity. In order to maximize ongoing development efforts, the Company does not pay dividends. The Company expects to continue to raise funds, from time to time, to continue meeting its capital management objectives.

There were no changes in the Company's approach to capital management during the year ended December 31, 2008 compared to the year ended December 31, 2007. The Company is not subject to externally imposed capital requirements.

NOTE 14 **FINANCIAL INSTRUMENTS**

Fair Value

Upon adoption of this new standard, the Company designated its financial instruments as follows:

- Cash is classified as held-for-trading;
- Receivables are classified as loans and receivables; and
- Accounts payable and accrued liabilities as other financial liabilities.

The fair value of accounts receivable, accounts payable and accrued liabilities approximate their carrying values due to the short-term nature of these instruments.

Fair value estimates are made at the balance sheet date, based on relevant market information and other information about the financial instruments. Fair values are determined directly by reference to published price quotations in an active market, when available, or by using a valuation technique that uses inputs observed from the markets.

NOTE 14 FINANCIAL INSTRUMENTS - CONTINUED

Financial risk management

The Company's activities expose it to a variety of financial risks including credit risk, foreign exchange risk, interest rate risk and liquidity risk.

Credit risk

Credit risk is the risk of loss associated with a counter party's inability to fulfill its payment obligations. The Company's credit risk is primarily attributable to its cash balances. The Company manages its credit risk on bank deposits by holding deposits in high credit quality banking institutions in Canada. Management believes that the credit risk with respect to receivables is remote.

Liquidity risk

The Company's approach to managing liquidity risk is to ensure that it will have sufficient capital to meet liabilities when due after taking into account the Company's holdings of cash, marketable securities and cash that might be raised from equity financings. As at December 31, 2008, the Company had a cash balance of $614,355 (2007 - $207,247), and current liabilities of $86,613 (2007 - $68,278). All of the Company's accounts payable and accrued liabilities have contractual maturities of less than 60 days and are subject to normal trade terms. The Company believes that these sources will be sufficient to cover the expected short and long term cash requirements.

Market risk

Market risk is the risk of loss that may arise from changes in market factors such as interest rates, foreign exchange rates, and commodity and equity prices.

a) Interest rate risk

Interest rate risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market interest rates. With respect to financial assets, the Company's practice is to invest cash in cash equivalents in order to maintain liquidity. Fluctuations in interest rates affect the fair value of cash equivalents.

b) Foreign currency risk

The Company is not exposed to foreign currency risk on fluctuations considering that its assets and liabilities are stated in Canadian dollars.

NOTE 14 **FINANCIAL INSTRUMENTS - CONTINUED**

c) Price risk

The Company is exposed to price risk with respect to commodity and equity prices. Equity price risk is defined as the potential adverse impact on the Company's earnings due to movements in individual equity prices or general movements in the level of the stock market. Commodity price risk is defined as the potential adverse impact on earnings and economic value due to commodity price movements and volatilities. The Company closely monitors commodity price of Oil, individual equity movements, and the stock market to determine the appropriate course of action to be taken by the Company. An increase (decrease) of 10% in the price of oil would cause an increase (decrease) in gross petroleum and natural gas sales of $87,000 based upon the average selling price of oil in 2008.