Technical Report on the Simon Mine (Ag-Pb-Zn-Cu) Property Mineral County, Nevada

for

International Millennium Mining Corp.

May 9th, 2006

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1.0 SUMMARY

International Millenium Mining Corporation, a Vancouver based, Canadian Company, has an option to acquire a 100% interest in a polymetallic (lead-zinc-copper-silver) property known as the Simon Mine. The property contains at least 16 km of underground workings completed at various times between 1916 and 1968. During that period, production from the mine totaled approximately 98,000 tons having an average grade of 3.2 oz/ton Ag, 4.8% Pb and 5.4% Zn. In the early production years, the ore was milled and concentrated on site; however, the processing facilities no longer exist, and the most recent production (late 1960's) was shipped directly to a custom milling facility.

Reports on the Simon Mine by previous explorers and operators indicate that additional mineralized zones were developed or driven through by the underground workings but never mined. Estimated tonnages of these zones range from 50,000 tons to 100,000 tons of unknown grade. These historical estimates could not be verified by the qualified person, since the underground workings are inaccessible at this time and the data used for the historical estimates is unavailable. The estimates are incomplete and not NI 43-101 compliant and should therefore not be relied upon.

The mineralization at the Simon Mine consists of sulphide replacement in brecciated limestones. The breccia zones are generally associated with fault zones, and frequently spatially related to felsic dykes and sills. These felsic rocks are thought to be late marginal phases of a nearby granitic intrusive body.

The property covers over 7000 feet (2200 m) of the favourable Jurassic aged limestone unit as well as a complex array of fault structures. Much of the favourable environment lies beneath shallow, relatively flat lying, tertiary aged volcanic rocks. Very little diamond drilling has been completed within the property. A two-phased exploration program designed to test areas of known mineralization as well as look for undiscovered

zones is recommended on the Simon Mines Property. Phase I should consist of surface geological mapping; ground magnetometer and IP surveys and reconnaissance scale soil geochemical sampling (MMI) designed to outline new targets on the property, as well as a modest drilling program to test known mineralized zones. If the results from this program are encouraging, a second phase consisting mainly of diamond drilling should be considered prior to re-entering the underground workings.

2.0 INTRODUCTION

2.1 General

International Millennium Mining Corporation (IMMC) has an option to acquire a 100% interest in the Simon Mine property, in eastern Mineral County, Nevada. The option agreement requires total cash payment of $900,000 commencing with an initial $6000 and monthly payment equal to the higher of $3000 or the value of a 1.5% net smelter return royalty (NSR). The NSR is extinguished after the $900,000 purchase price has been paid. A finders fee of 200,000 shares of IMMC is also payable to an unrelated third party.

The option agreement covers 20 contiguous and 3 unpatented claims. Six additional contiguous claims have been acquired by staking.

2.2 Terms of Reference

Sears, Barry & Associates Limited (SBA) has been retained by IMMC to carry out a technical review and produce a report on its Simon Property in accordance with standards required under National Instrument 43-101 (NI 43-101) of the Canadian Securities Administrators. The report will summarize the geological setting and known mineralization on the property, outline its production and operational history and make recommendations for an exploration program designed to evaluate the economic potential

of the property. The report is to be used by IMMC for the purpose of satisfying regulatory requirements of the TSX Venture exchange and in support of fund-raising to advance the exploration and development of the property.

2.3 Sources of Information

In preparing the report on the Simon Mine Property, SBA examined, evaluated reports and other information obtained from agents of the current property owners, from the Nevada Bureau of Land Management, the Nevada Bureau of Mines and Energy, the United States Geological Survey (U.S.G.S.) and from various other public sources. Information on other mining operations and exploration properties in the Nevada area was obtained from private company websites available on the "world wide web" (internet).

A visit was made to the Simon Mine Property and the immediately surrounding area from April 7th to 10th, 2006. The property visit was carried out in the company of Geologist Thomas L. Evans (a California Registered geologist) and James Meyer, both of whom are highly experienced and knowledgeable of the geology of Nevada and particularly the geology and mineral deposits of Mineral County, and their assistance is gratefully acknowledged.

2.4 Units and Currency

In this report, all historical gold and silver values are reported in ounces per ton (oz/ton) with the approximate metric equivalent following in brackets. All other metals are in percent (%). All measurements are in metric units unless otherwise stated. All dollar amounts are in Canadian funds unless otherwise stated. The unit prices for professional fees, drilling and other exploration services are considered to be the going rates in the USA and Canada at the present time.

3.0 DISCLAIMERS (RELIANCE ON OTHER EXPERTS)

Information used in the preparation of this document included: (i) data and reports obtained from the private records of the estate of the original owner of the property; (ii) data obtained from public sources including the Nevada Bureau of Mines and Geology and the United States Geological Settings (USGS); and (iii) personal knowledge of the geology of Nevada as well as observation made during the property visit. All conclusions, opinions and recommendations concerning the Simon Mine property are based upon the information available at the time of this report.

Information relating to the title and ownership of the Simon Mine property is presented as received from IMMC records based upon a legal title opinion obtained by IMMC as to the property tenure.

4.0 PROPERTY DESCRIPTION AND LOCATION

The Simon Mine Property is located in the eastern part of Mineral County in the West-central part of the State of Nevada, USA (Figure 1). It is centered approximately 210 kms southeast of Reno and 350 km northwest of Las Vegas at VTM coordinates 4268650 North, 424500 East (NAD 1927 Central) (Longitude 117^{o} 51' 55", Latitude 38 ^{o} 33' 53"). The elevation of the property ranges from 1980 m to 2070 m.

The property consists of 20 patented mining claims (surface and underground) and 9 unpatented claims containing approximately 200.05 hectares (500.12 acres). It is shown on maps produced by the Bureau of Land Management, Simon Sheet. Figure 2 shows the approximate claim Locations; the claims are listed in Table 1.

For unpatented mining claims, land tenure in Nevada, as in other states of the USA, can be complicated because different rules apply in different types of designated lands. In the Simon Mine area, the lands are managed by the Federal Burea of Land Management and Forest Service and mineral rights can be acquired by staking either a "Lode" claim or a

SEARS, BARRY & ASSOCIATES LTD.
MINERAL EXPLORATION SERVICES

Simon Mine Project
Mineral County, Nevada
Regional Location Map
Figure 1

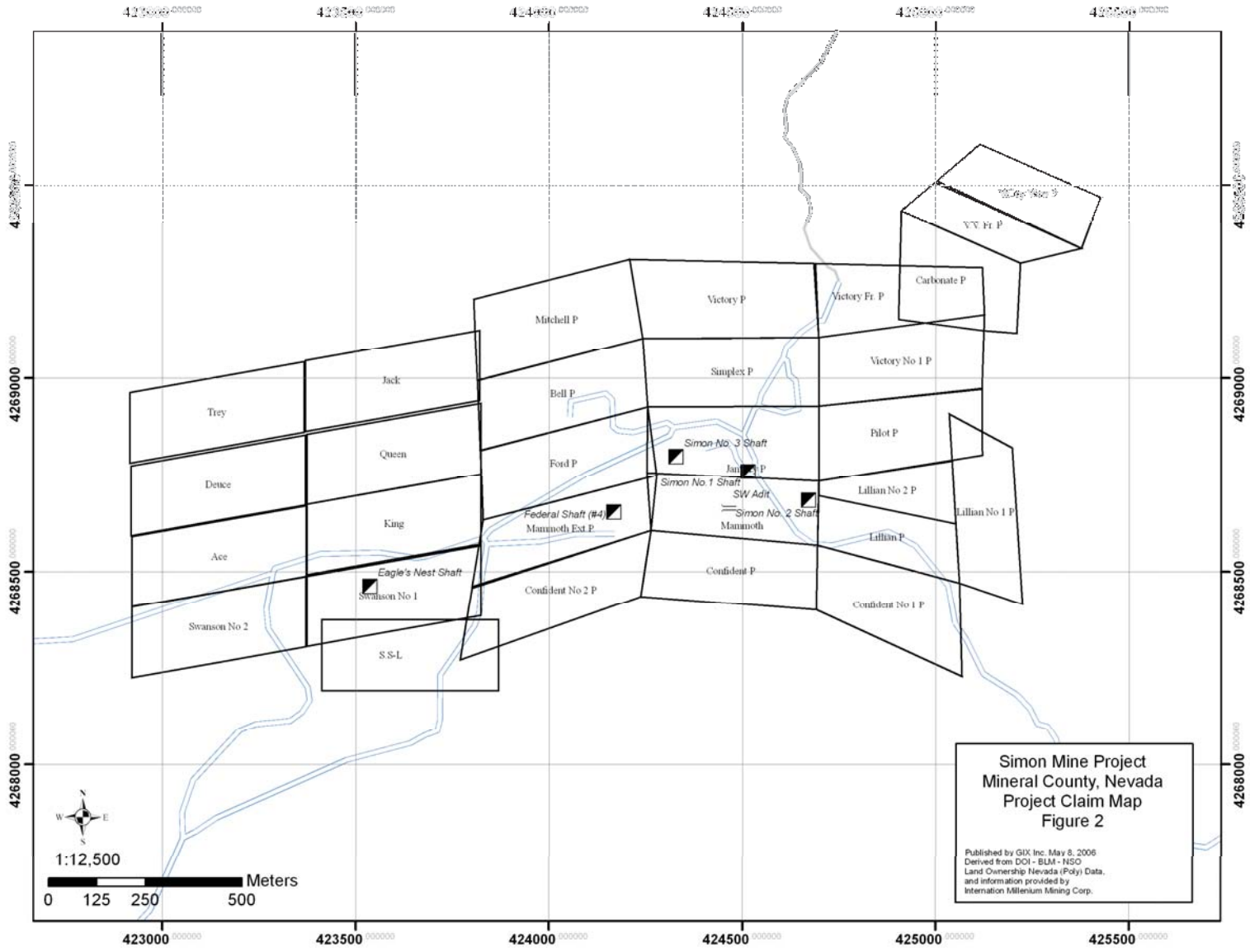

Mitchell P
Victory P
Victory Fr. P
Carbonate P
Jack
Simplex P
Victory No 1 P
Trey
Bell P
Queen
Ford P
Simon No. 3 Shaft
Pilot P
Deuce
Simon No.1 Shaft
SW Adit
Lillian No 2 P
King
Federal Shaft (#4)
Mammoth Ext.P.
Simon No. 2 Shaft
Mammoth
Lillian No 1 P
Ace
Lillian P
Eagle's Nest Shaft
Confident P
Swanson No 1
Confident No 2 P
Confident No 1 P
Swanson No 2
S.S-L
Simon Mine Project
Mineral County, Nevada
Project Claim Map
Figure 2
Published by GIX Inc. May 8, 2006
Derived from DOI - BLM - NSO
Land Ownership Nevada (Poly) Data,
and information provided by
Internation Millenium Mining Corp.
1:12,500
0 125 250 500 Meters
423000
423500
424000
424500
425000
425500
4269000
4268500
4268000

Table 1: List of Claims in the Simon Mine Property

Patented Claim	Min. Survey #	Taxes Due	Area in Hectares
Mitchell	4408	21-Aug-06	7.16
Bell	4408	21-Aug-06	7.27
Victory No. 2	4408	21-Aug-06	8.06
Simplex	4408	21-Aug-06	7.91
Ford	4402	21-Aug-06	7.48
January	4402	21-Aug-06	8.04
Mammouth	4401	21-Aug-06	8.26
Mammouth Extension	4401	21-Aug-06	7.20
Confident	4401	21-Aug-06	8.19
Confident No. 1	4401	21-Aug-06	6.82
Confident No. 2	4401	21-Aug-06	6.41
Lillian	4401	21-Aug-06	5.74
Lillian No. 1	4401	21-Aug-06	7.32
Lillian No. 2	4401	21-Aug-06	3.90
Victory	4407	21-Aug-06	5.82
Victory No. 1	4407	21-Aug-06	7.78
Carbonate	4407	21-Aug-06	5.56
Valley View	4407	21-Aug-06	7.22
Valley View Fraction	4407	21-Aug-06	1.68
Pilot	4407	21-Aug-06	7.64
		Sub total	**135.46**
Unpatented Claims Optioned	**Registration #**	**Notice of Intent to Hold due**	**Area in Hectares**
Swanson # 1 NMC 92964	NMC 92964	1-Sep-06	6.77
Swanson # 2 NMC 92965	NMC 92965	1-Sep-06	8.26
Simon Extension	NMC 92966	1-Sep-06	8.26
		Sub total	**23.29**
Unpatented Claims Staked	**Registration #**	**Notice of Intent to Hold due**	**Area in Hectares**
Trey	BLM 89817	1-Sep-06	8.26
Queen	BLM 89818	1-Sep-06	8.26
Ace	BLM 89819	1-Sep-06	8.26
Deuce	BLM 89820	1-Sep-06	8.26
Jack	BLM 89821	1-Sep-06	8.26
King	BLM 89822	1-Sep-06	8.26
		Sub total	**41.30**
		Grand Total (hectares)	**200.05**

"placer" claim. For mineralization hosted in bedrock as is the case at the Simon Mine, a "lode" claim is located over a surface discovery, with the long axis of the claim parallel to the strike of the mineralized structure. Providing the ends of the claim are parallel, the mineral rights extend "extra-laterally" down the dip of the mineralized structure beyond the vertical sideline of the claim. Once recorded, the owner must pay an annual

maintenance fee (US $125 per claim) or complete annual assessment work of US$125 per claim and file a notice to continue holding the claim. If a resource is outlined, the claim can be brought to patent, after which only an annual tax must be paid. The rate of taxation is dependent upon the county or municipality within which the claim lies. The annual taxation for 2006 for the Simon Mine patented claims is US $393.38. The Mining Industry has long been a major economic contributor to the state of Nevada, and new investment is welcomed.

IMMC can earn a 100% interest in the Simon Mine property by making cash payments of $900,000. The payment schedule commences with an "up front" payment of $6000 and monthly payments equal to the higher of $3000 or the value of a 1.5% net smelter return royalty (NSR). The purchase is complete and the NSR is extinguished after the $900,000 price has been paid. A finders fee of 200,000 shares of IMMC is also payable to an unrelated third party. The agreement covers the 20 patented claims as well as three unpatented claims as shown in Table 1. The other six unpatented claims were acquired by staking and are 100% owned.

The mine property contains at least 5 shafts and 2 adits as well as approximately 16 km of underground workings. Nevada state law requires that the surface workings be fenced in to deter trespassers from accidental injury and that any unused access roads be "burmed" to discourage off-road vehicles from entering the areas. At the time of the property visit, fences and burms were already in place with the exception of a fence tahat will be reqired around the N0. 4 shaft. There are several piles of waste rock near the old shafts. These piles include a small percentage of mafic volcanic rock but are dominantly limestone. All of these rocks are exposed naturally in this area. It is unlikely that there is any unusual threat of acid drainage or any other environmental hazards from these piles. During the site visit there was no evidence of any tailings piles that may be associated with the old milling and concentrating facility (1920s).

A surface work program disturbing less than 5 acres can be carried out on a mining claim by providing notice to that effect with the local field office of the Bureau of Land Management. For large surface areas of disturbance, drilling or for mining, processing or bulk sampling in excess of 1000 tons, a "plan of operation" must be filed along with a

reclamation bond. No permitting problems are anticipated for the work programs proposed in this report.

5.0 GEOGRAPHY

5.1 Accessibility

Access to the Simon Mine Area is by following a graveled secondary road, which departs northeastward from highway 95 at a point 1 km north of the Village of Mina, for approximately 31 kms and then eastwards along an un-maintained dirt road for 15 km. The roads, with minor repairs and maintenance can provide good year round access to the mining claims.

5.2 Physiography

The Simon Mine area lies within a linear northwest trending trough that separates the Basin and Range physiographic province to the northeast and the Sierra Nevada province to the Southwest (Figure 3). It shares many of the characteristics of the Basin and Range province, containing local playa lakes (dry or saline lakes) in the valleys, and scrub vegetation, dominantly sage brush in the lower hills (ranges). The upper parts of the hills near the Simon Mine contain sparse juniper bushes up to 3 metres tall Most of the area is used for cattle and wild horse grazing, although edible grass is very rare (Figure 4).

The Simon Mine is located within the Cedar Mountains, a relatively low “mountain range” with elevation from 1980 to 2070 metres. Drainage is relatively steep, mainly towards the west into a valley of playa lakes. There is no surface drainage system leaving this valley; the water simply enters the groundwater system and disappears.

The area lies within an active earthquake zone.

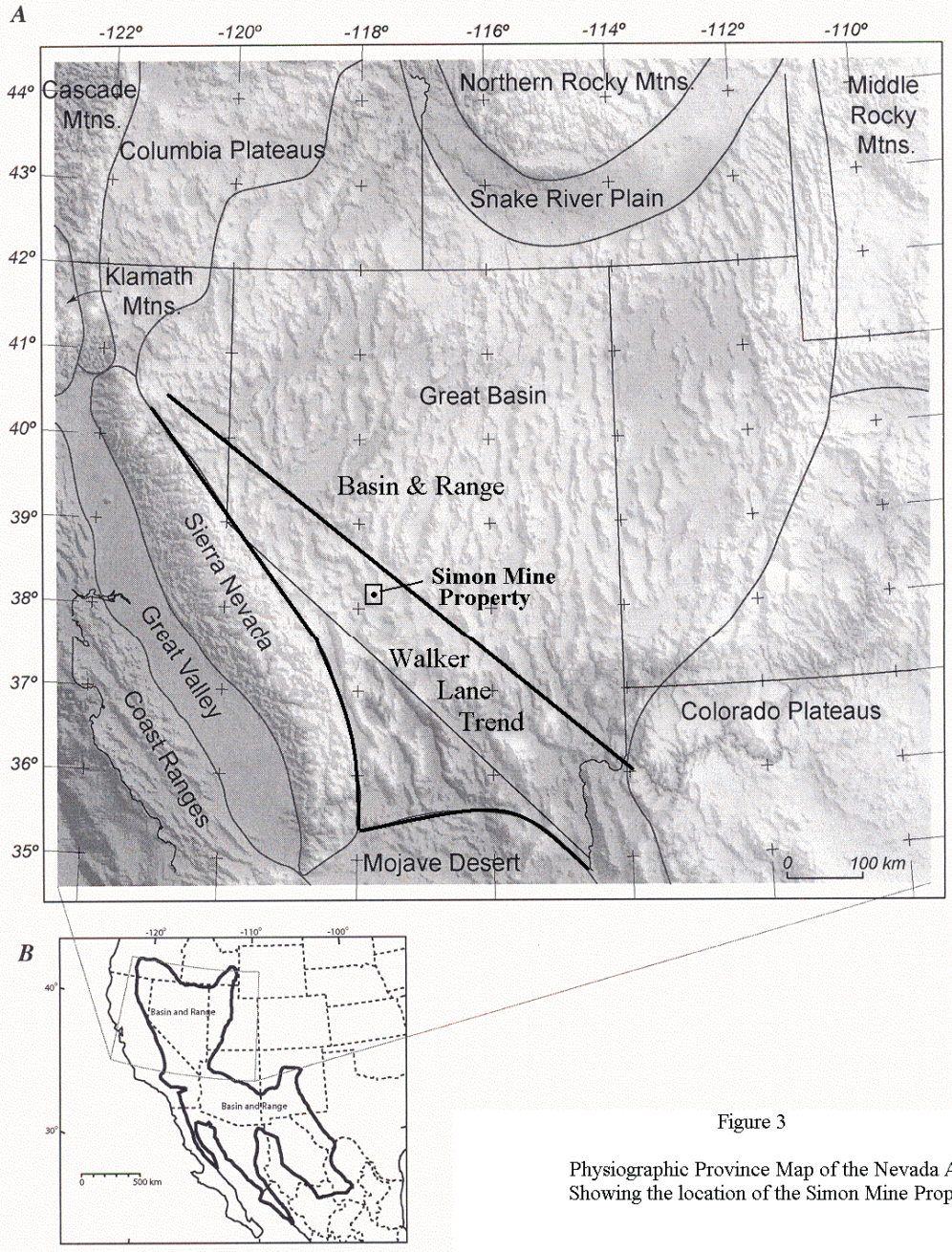
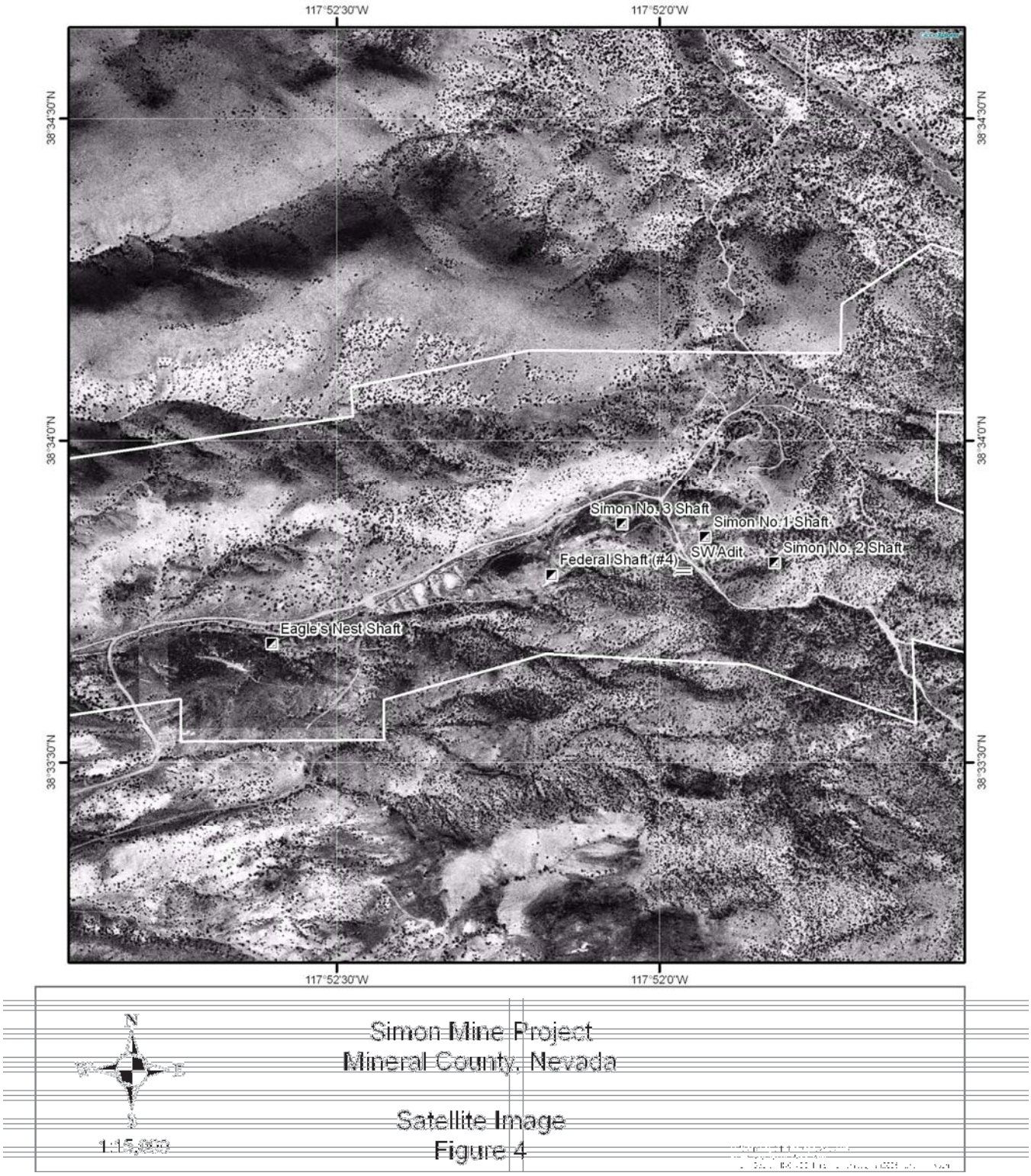


Figure 3

Physiographic Province Map of the Nevada Area
Showing the location of the Simon Mine Property

(Modified after Glen et al, USGS Open File Report 2004-1008; Figure 1)


117°52'30"W
117°52'0"W
38°34'30"N
38°34'0"N
38°33'30"N
Simon No. 3 Shaft
Simon No.1 Shaft
SW Adit
Simon No. 2 Shaft
Federal Shaft (#4)
Eagle's Nest Shaft
N
1:15,000
Simon Mine Project
Mineral County, Nevada
Satellite Image
Figure 4

5.3 Climate

The climate in the Mina area of Nevada is very moderate with an average annual temperature of 12 degrees (centigrade) ranging from an average monthly low of -6°C (January) to a high of 35°C (July). Average annual rainfall is 11 cm and snowfall is 17 cm. Because Mina is in a valley and the Simon Mine area is at a higher elevation, it experiences colder nights and more rainfall and snowfall. The weather conditions are suitable for year-round exploration and mining operations.

5.4 Local Resources/ Infrastructure

The state of Nevada is the world's third largest gold producer and mining in general represents a major part of the economy of the state. As a result, there exists a skilled workforce and a general positive attitude towards mining. Most support services are readily available along with exploration and mining supplies.

The nearest populated community is the village of Mina (45 km) which has a motel, restaurant, gas station and general store. It has a population of 261 (more or less). Two larger centres include Hawthorne (55 kms northwest of Mina) and Tonopah (112 kms east of Mina). Both of these towns have accommodation, hardware stores and other services. The city of Reno is the nearest major centre, located 272 kms by paved highway northwest of Mina. Reno is the centre for mining services and supplies in Nevada.

The Simon Mine has sufficient space to construct a milling and concentrating facility. Twenty of the claims that make up the property include surface rights. In addition, there was a concentrator plant on site during the early operational period for the mine (1920s).

There is adequate space within the claim group to accommodate a tailings containment area.

The Simon Mine once had a power line that provided electricity to the site, but this line has been abandoned and most of the line and poles removed. A high voltage line currently passes approximately 15 kms east of the site. The water table is reported to lie between 90 and 120 metres (300 to 390 feet) below surface and the Simon Mine workings currently reach below 300 metres (1000 foot level). According to reports from previous operators good quality water was entering the workings at a rate of approximately 200 gallons per minute. This groundwater should be of sufficient quantities for a mining and concentrating facility.

6.0 HISTORICAL INFORMATION

6.1 Ownership History

The Simon Prospect was discovered in 1879. It was referred to as the Nevada Mine until 1916 when it was acquired by P.A. Simon. In 1918, the Simon Silver-Lead Mines Company (SSLMC) was formed and underground development commenced. In 1921, a $100,000 loan was secured from the U.S. Smelting, Refining and Mining Company and a 100 ton/day flotation mill constructed (ultimately expanded to 250 ton/day). In 1925 Mr. J.T. Robertson took over SSLMC.

Between 1937 and 1938, the Bryan Mining Company acquired or held an option on the property. Several small operators leased the property between 1938 and the late 1950's. During this period, ownership was acquired by Merle and Margaret Swanson of Mina. Federal Resources Corporation optioned the property between 1963 and 1968.

After the death of Merle and Margaret Swanson, the property was inherited by their daughter Nadene Bedford with whom the IMMC option agreement was completed. Following the recent death of the Ms Bedford, the official current optionor is her estate.

6.2 EXPLORATION AND DEVELOPMENT HISTORY

The following table (Table 2) is a summary of the exploration and development of the Simon Mine.

Table 2: History of Development, Simon Mine, Nevada

1879	Discovery (discoverer unknown)
1879-1916	A limited amount of surface mineralization was mined by local prospectors.
1916-1918	Property acquired by P.A. Simon, completed surface work and formed a company for further development (Simon Silver-Lead Mines Company).
1918-1927	In 1919, Simon Silver Lead Mine Company sunk #1 shaft to a depth of 555 feet (vertical to 400 feet, then inclined steeply towards north to the "700" level (555 feet); In 1921 the company constructed a 100-ton per day (tpd) mill, later expanded to 250 tpd; 1922-1923 completed the #3 shaft to a vertical depth of 800 feet; During the period from 1919-1927, drifting and development work was carried out on at least 7 levels from the #1 shaft (Adit level, 100, 252, 353, 500, 700 & 800 levels).
1928-1931	Simon Silver Lead Mines completed exploration and development work from their #3 shaft , including the sinking of a winze from the 800 level down to the 1000 level. At least 7 levels were established from the #3 shaft (300, 400, 500, 700, 800, 900 and 1000 levels). In total, at least 25000 feet of development work was completed from the #1 and #3 shafts. A power failure in 1931 caused the lower level to become flooded.
1932-1963	Mine was inactive except for some minor production carried out by local parties under lease agreements; In 1937-1938, the Bryan Mining Company attempted to

dewater the #3 shaft. Because of under-funding and bad ground conditions in the shaft, the company never completed the dewatering.

1963-1968 Federal Resources attempted to dewater the workings from the #3 shaft and confirmed the bad ground conditions in the shaft and caving in the lower levels. They therefore sunk a new shaft (#4 or Messerly) to a depth of 1088 feet, established two levels (800 and 1000) and completed 5400 feet of drifting and cross-cutting and 800 feet of raising. In addition, they drilled 11,937 feet from underground and 6643 feet from surface.

1987-1988 American Gold Resources optioned the property and completed 20 shallow surface drill holes totaling 2148 m (7047 feet), mainly in the extreme western part of the property. Only summary information on their program is available.

6.3 Production History

Historical records indicate that the Simon Mine produced at least 94,838 tons of material grading 3.2 oz/ton Ag, 4.8 % Pb and 5.4% Zn. An additional 5,000 to 10,000 tons of material may have been mined from near surface openings by small operators. The documented production is summarized in Table 3.

Table 3: Past Production – Simon Mine

Production Period	Operator	Tons	Ag oz/ton	Pb %	Zn %
1921 – 1922	Simon Silver-Lead Mining Co.	21,814	4.1	5.9	7
1923	Simon Silver-Lead Mining Co.	14,000	3.5	5.4	5.8
1925	Simon Silver-Lead Mining Co.	8,000	2.7	5.1	5.4
1926 - 1927	Simon Silver-Lead Mining Co.	31,011	2.1	4	4.8
1963 - 1968	Federal Resources Corp.	20,013	3.8	4.3	4.18
	Total Production	**94,838**	**3.18**	**4.80**	**5.37**

***Note: Minor production is reported by various leasee's during the 1940's & 1950's but accurate records are unavailable.*

6.4 Reserve and Resource Estimate (Historical)

Several "reserve" estimates were produced by various parties during the operational life of the Simon Mine. The author (Qualified Person) was unable to verify these historic estimates because the supporting data is no longer available, and the underground workings are inaccessible. Therefore these estimates are not in accordance with NI-43101 and should not be relied upon. They are presented in this report as a documentation of past work for the purpose of outlining areas for future exploration on the property.

In 1930, L.B. Spencer (Mining Engineer, Mina, Nevada) on behalf of the Simon Lead-Silver Mining Company: "Total ore in sight" – 37,200 tons estimated to grade 2.5 oz/ton Ag, 4% Pb, 5% Zn and an additional "probable ore" of 25,000 tons at higher grade than above. He made an estimate of the total amount of "ore" available from the workings at that time of 100,000 tons of "run of the mill" grade.

In 1937, S. Power Warren (Mining Engineer, Mina, Nevada) on behalf of the Bryan Mining Company estimated: 30,000 tons above the 700 level grading 9.4 oz/ton Ag, 9.2% Pb, 6.5% Zn, 2.5% Cu and 0.04 oz/ton Au.

7.0 GEOLOGICAL SETTING AND MINERALIZATION

7.1 Regional Geology

The Simon Mine property lies within a belt of Triassic to Tertiary aged sedimentary, volcanic and intrusive rocks that occupy a northwest trending structural zone referred to as the Walker Lane Trend (WLT), as seen in Figures 3 and 5. The WLT is located at the junction between two very different physiographic provinces, the Basin and Range

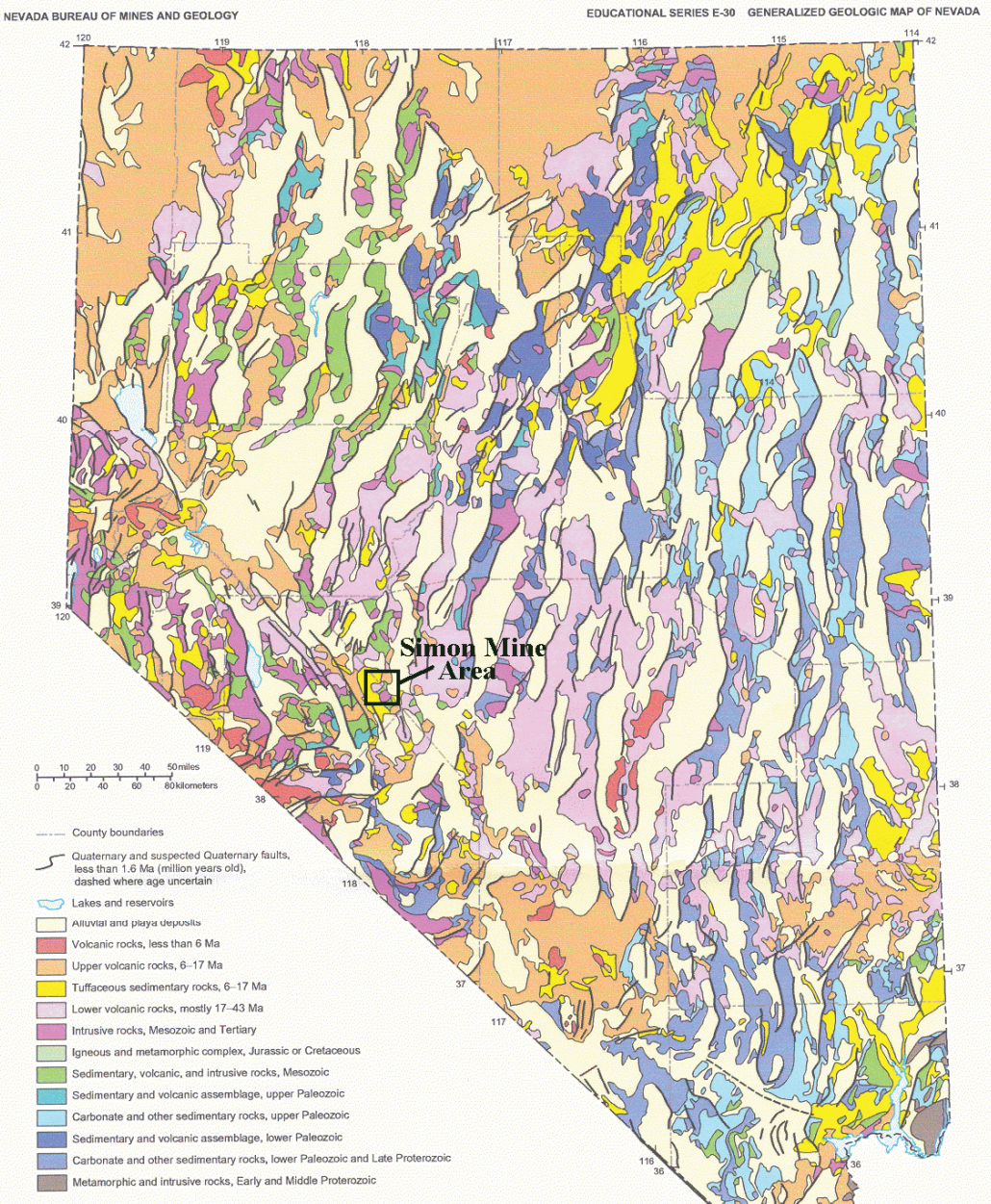


Figure 5

GENERALIZED
GEOLOGIC MAP OF NEVADA

Showing the Location of the Simon Mine Property

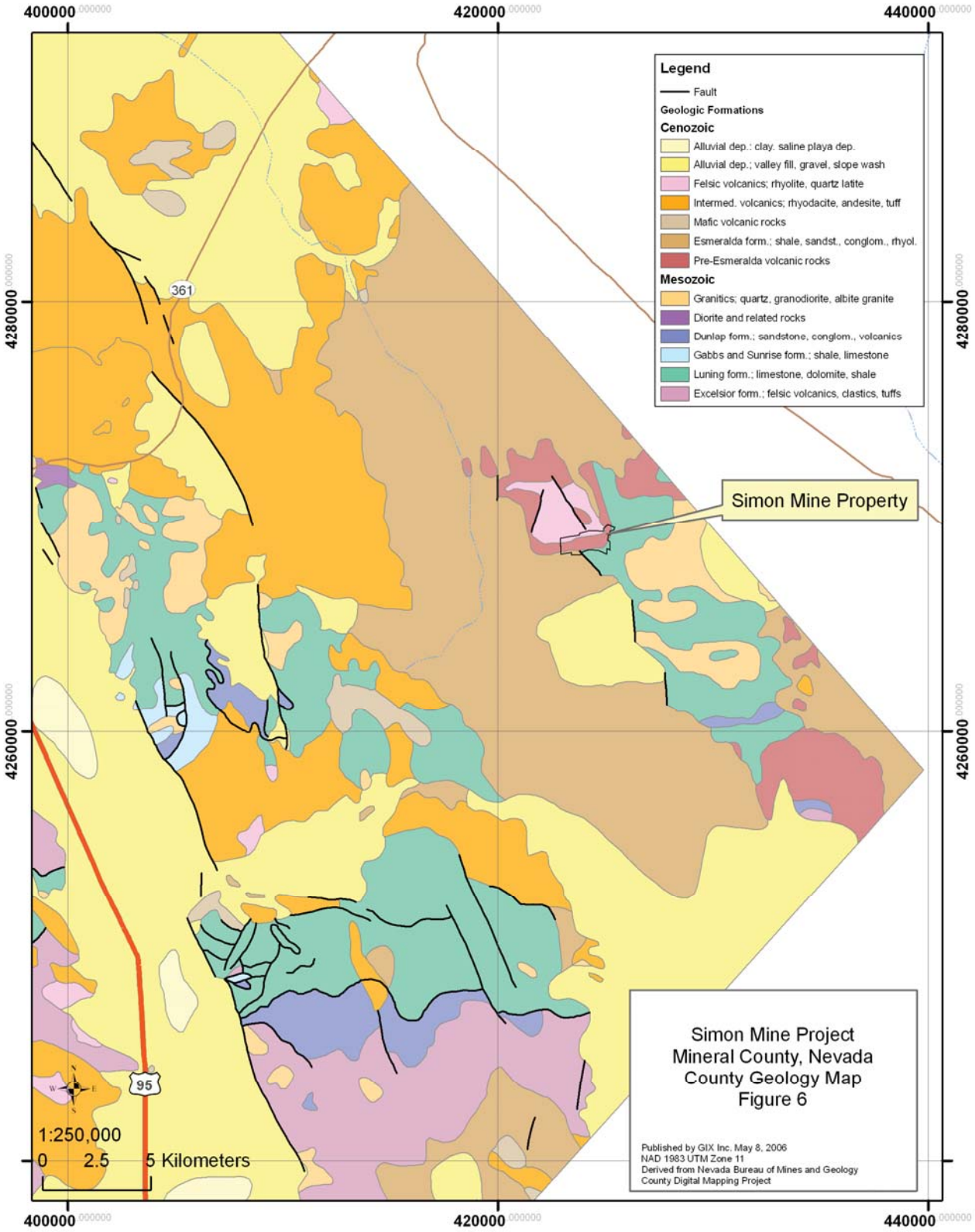
Modified from Nevada Bureau of Mines and Geology Map 57, Million-Scale Geologic Map of Nevada, by John H. Stewart and John E. Carlson, 1977; and fault maps by Craig M. dePolo, 1998.

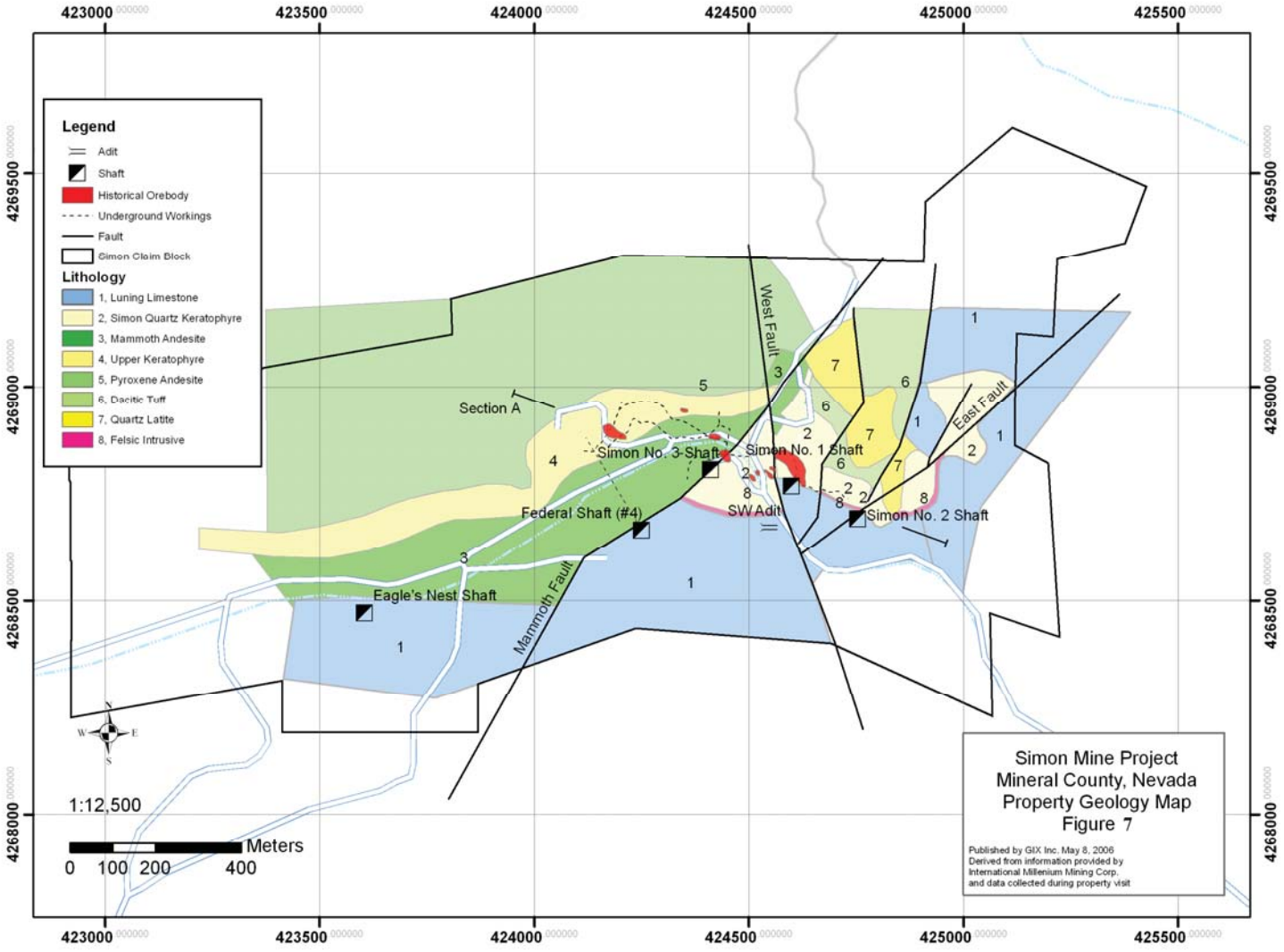
Province on the northeast and the Sierra Nevada Province on the southwest. The Basin and Range Terrain consists of a series of north-northeast trending fault bounded mountain ranges, generally from 70 to 80 km long by up to 15 km wide separated by valleys that have been in-filled by thick sequences of sedimentary rocks. The ranges are typically made of volcanic and sedimentary rocks that have been with igneous cores (often granitic). The Sierra Nevada is a large fault block of mainly igneous rocks (granite) that has been emplaced as a result of forces related to the subduction of the Pacific plate beneath the North American plate. The WLT extends for approximately 800 km from Las Vegas to South-Central Oregon. It is an active and major tectonic system displaying both extensional and transcurrent fault movements. Many gold and silver deposits have been discovered within the WLT including the famous Comstock Lode and the mining camps of Rawhide and Goldfield. The closest past producing gold mine to the Simon Mine is that referred to as Paradise Peak, located approximately 15 km to the north.

7.2 Property Geology

The Simon Mine property is underlain by a large body of Triassic aged limestone that has been intruded by a system of felsic dykes and overlain by Tertiary volcanics (Figures 6 and 7). The felsic dykes are thought to be genetically related to a granodioritic pluton that outcrops approximately 700 metres southeast of the Mine. Figure 8 is an approximate representation of the stratigraphic column in the Mine area (adapted from stratigraphic units defined by A. Knopf, 1921).

An extensive system of faults has added to the complexity of the geology and to the localization of the mineralized zones at the Simon Mine. Three general fault sets have been recognized by mine geologists. These are identified in a 1980 report by Leonard J. Maki & Associates (Maki, 1980) prepared on behalf of Philips Petroleum Company who were examining the property as a potential acquisition target. The faults include the "west" set having a strike of 350° and dip of 60° West; the "Simon" fault which trend 300° and dip 70° towards the north east and the "Mammoth" fault or "east" faults which


400000
420000
440000
4280000
4260000
Legend
Fault
Geologic Formations
Cenozoic
Alluvial dep.: clay, saline playa dep.
Alluvial dep.; valley fill, gravel, slope wash
Felsic volcanics; rhyolite, quartz latite
Intermed. volcanics; rhyodacite, andesite, tuff
Mafic volcanic rocks
Esmeralda form.; shale, sandst., conglom., rhyol.
Pre-Esmeralda volcanic rocks
Mesozoic
Granitics; quartz, granodiorite, albite granite
Diorite and related rocks
Dunlap form.; sandstone, conglom., volcanics
Gabbs and Sunrise form.; shale, limestone
Luning form.; limestone, dolomite, shale
Excelsior form.; felsic volcanics, clastics, tuffs
Simon Mine Property
361
95
1:250,000
0 2.5 5 Kilometers
Simon Mine Project
Mineral County, Nevada
County Geology Map
Figure 6
Published by GIX Inc. May 8, 2006
NAD 1983 UTM Zone 11
Derived from Nevada Bureau of Mines and Geology
County Digital Mapping Project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Underground Workings
Fault
Simon Claim Block
Lithology
1, Luning Limestone
2, Simon Quartz Keratophyre
3, Mammoth Andesite
4, Upper Keratophyre
5, Pyroxene Andesite
6, Dacitic Tuff
7, Quartz Latite
8, Felsic Intrusive
Section A
Simon No. 3 Shaft
Simon No. 1 Shaft
Federal Shaft (#4)
SW Adit
Simon No. 2 Shaft
Eagle's Nest Shaft
West Fault
East Fault
Mammoth Fault
1:12,500
Meters
0 100 200 400
Simon Mine Project
Mineral County, Nevada
Property Geology Map
Figure 7
Published by GIX Inc. May 8, 2006
Derived from information provided by
International Millenium Mining Corp.
and data collected during property visit

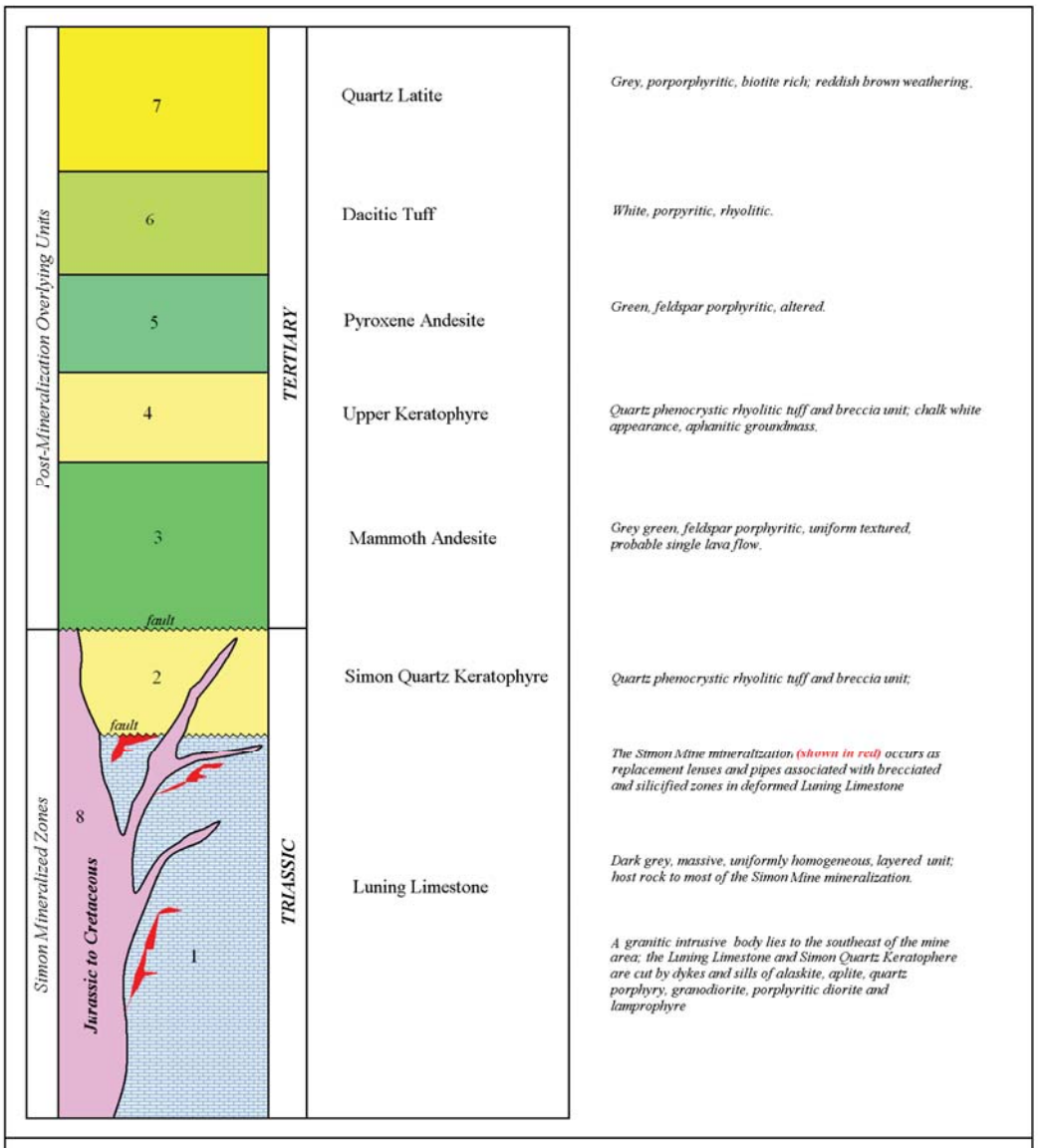


Figure 8: Stratiraphic Column for the Simon Mine Property, Mineral County, Nevada

trend 025° and dip 55° towards the northwest. All these faults are normal faults with variable amounts of lateral and slip movement. The faults are very important in the Simon Mine area since some were active before the mineralizing event (possibly causing the initial brecciation of the host rocks) and some post-date the mineralization resulting in blocks of mineralization being "displaced from the positions in which they were originally formed. The faults are also thought to be the likely plumbing system along which the mineralization was introduced.

7.3 Deposit Geology

The Simon Mine deposits consist of pipe-like zones of massive sulphides that have replaced and formed the matrix of brecciated limestone. The known zones at the Mine are relatively small and very irregular, ranging from a few feet to in excess of 80 feet wide and up to 200 feet long. As a general rule the long axis of the individual lenses have an east-west trend, although this is often distorted by local faulting. They pinch and swell in a vertical direction and are also offset by the extensive faulting. These faults cause the zones to be displaced downward in a westward direction, being exposed at surface in the East near the #1 shaft and at a depth of 1000 feet approximately 1400 feet to the west as shown on a schematic longitudinal section (Figure 9).

There is a close spatial relationship between the mineralized lenses and a felsic (alaskite) dyke, particularly in the eastern part of the mine near the #1 shaft.

7.4 Deposit Types

The mineralization at the Simon Mine is classified as a polymetallic replacement deposit (Bray, 1995). These types of deposit contain ore that is present "In massive lenses (mantos), pipe (chimneys) and veins of iron, lead, zinc and copper sulfide minerals that are hosted by and replace limestone, dolomite, or other sedimentary rocks…." Silver and

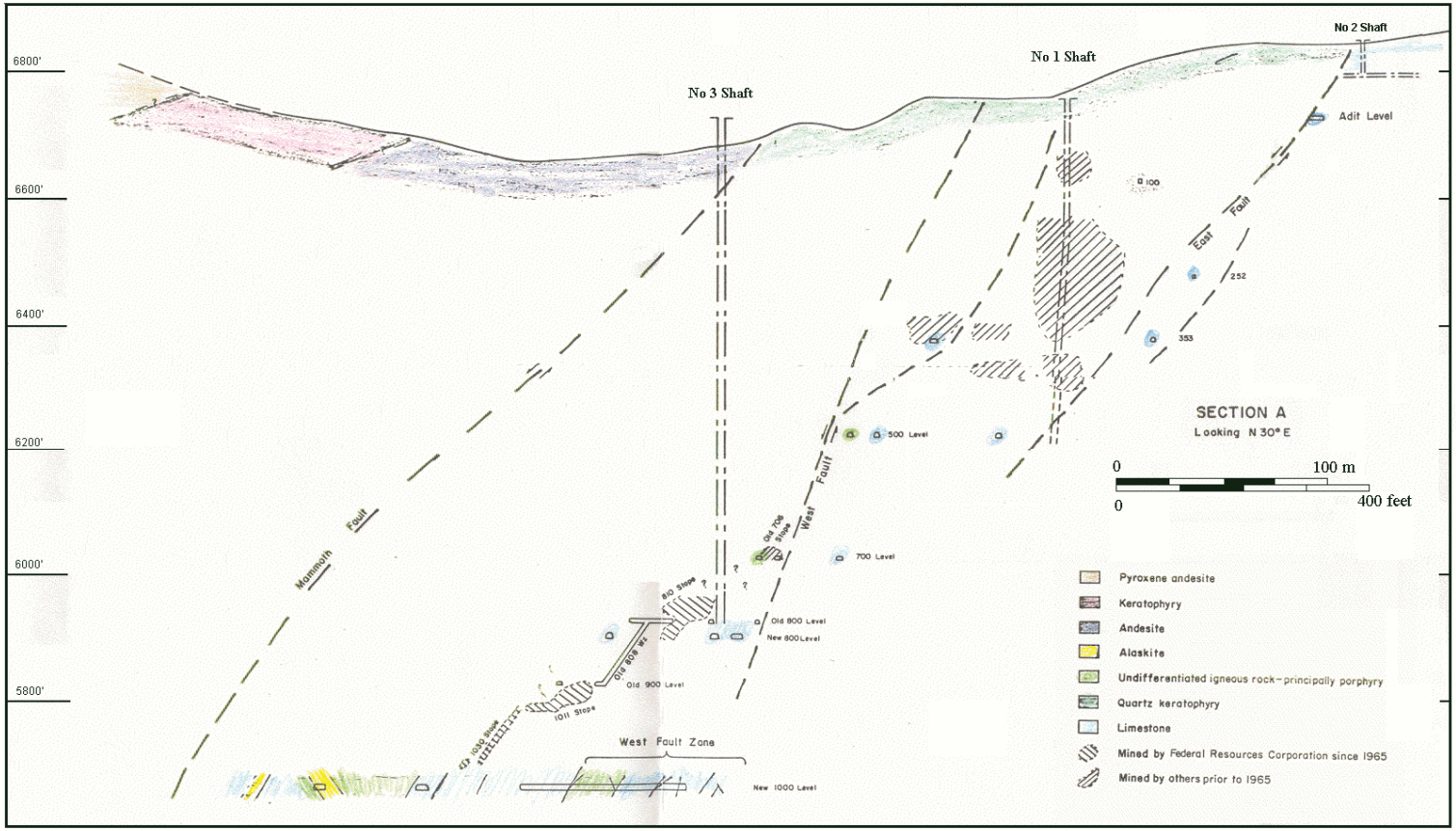


Figure 9: Generalized Longitudinal Section through the Simon Mine, Mineral County, Nevada (adapted from Leonard J. Maki & Associates, 1980)

gold frequently accompany the mineralization. This type of deposit ranges from a few thousand tones to as much as 30-40 million tonnes. Grades range from tens to hundreds of grams/tonne Ag and from 5-20% combined Pb-Zn-Cu. Figure 10 is a schematic representation of the geological setting for a typical polymetallic replacement deposit.

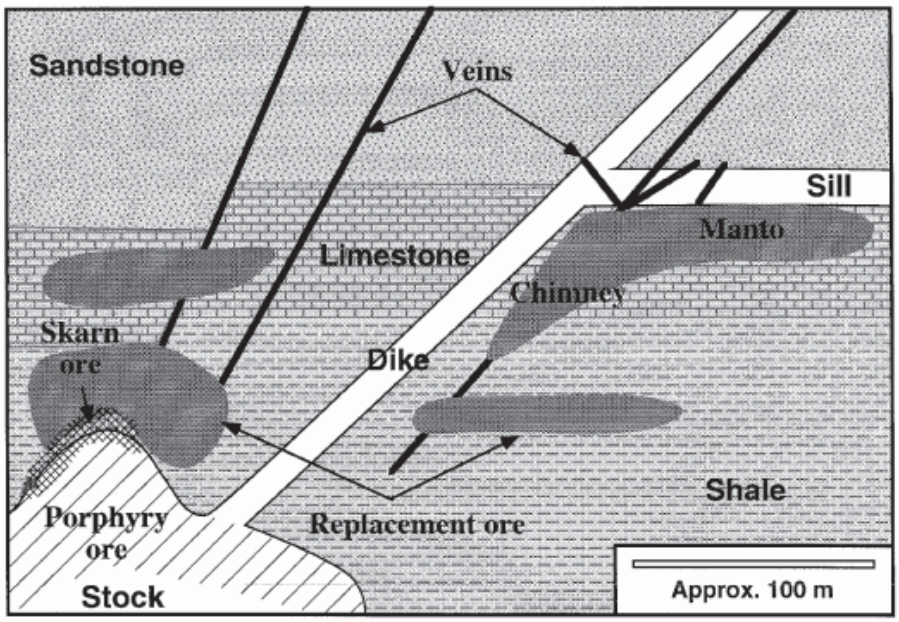


Figure 10: Schematic vertical section through a polymetallic replacement deposit showing distribution of ore types and rocks (USGS Open File Report 95-831)

7.5 Mineralization

Mineralization at the Simon Mine consists of silver, lead, zinc and copper. Sulphide minerals include galena, sphalerite and chalcopyrite. The near surface portions of the zones include cerusite and copper oxides. The exact nature of the silver mineralization is unknown but assumed to be argentiferous galena. Accessory minerals include arsenopyrite, pyrite and locally, gold. Gangue minerals include calcite and jasper.

Assays reported from development work in the lower levels indicate that there is not only an increase in grade of the major metals (Pb-Zn-Ag) with increasing depth but also in the

Cu content, a minor constituent in the near surface part of the zone, but increasing to the percent range in the lower workings.

8.0 EXPLORATION

8.1 General

The Simon Mine property was only recently acquired by IMMC and therefore no exploration program has been carried out by the Company. Other than a due diligence examination of data and property examinations no studies have as yet been made by or on behalf of IMMC.

8.2 Drilling

The Simon Mine property was only recently acquired by IMMC and therefore no drilling has been carried out on the property by IMMC nor on their behalf.

8.3 Sampling Method and Approach

Because the concessions were only recently acquired by IMMC, no systematic sampling has as yet been carried out. A property visit was conducted by the author during the period from April 7th to 10th, 2006. The mineralization at the Simon Mine is exposed at surface in only one known location. This exposure is in the edge of a glory hole or a failed crown pillar (caved in stope) near the # 1 Shaft. One bedrock sample was collected in this location. Other sampling was restricted to sampling of old dump material.

During the period from 1963 to 1968, Federal Resources Corporation held the Simon Property under an option agreement. In addition to underground exploration and development work, the Company completed both surface and underground drilling. At least some of the core from this drill program was stored in buildings near the # 3 Shaft. In the 1980's, vandals burned down the headframe and most of the other wooden structures on site including the core storage buildings basically leaving the core as piles of rubble. Since that time, what remained of the drill core has been pilfered and strewn about beyond all use.

9.0 SAMPLE PREPARATION, ANALYSES AND SECURITY

9.1 General Statement

IMMC have not carried out any systematic sampling on the Simon Mine Property at this time. The samples collected by the author during the property visit in April, 2005 were placed in plastic sample bags, labeled, tied with cable ties and hand delivered to the ALS Chemex "prep" laboratory in Reno, Nevada. At this facility, the samples are assigned a bar code, dried, weighed and crushed until 70% of the sample passes through a <2mm screen. From this portion of the sample, a 250 gram portion is pulverized until 85% passes through a 75 micron screen. This "pulp" is then shipped by bonded carrier to the ALS analytical laboratory in Vancouver, B.C., Canada.

In Vancouver a 30 gram portion of the sample is assayed for gold using a standard fire assay method with the final gold determination made by AA (Atomic Absorption). The pulps were also analysed for a suite of 34 elements including Ag, Pb, Zn and Cu by ICP (Induced Coupled Plasma), a standard recognized analytical method. Any samples that were found to contain in excess of their maximum detection limits were re-assayed using standard "ore grade" analytical techniques to determine the more precise metal content.

The ALS Chemex Laboratories are ISO accredited. They employ a rigorous quality control system in their laboratory methodology as well as a system of analytical blanks, standards and duplicates. Details of their accreditation, analytical procedures and QA/QC program can be found on their website at http://www.alschemex.com/.

9.2 Adequacy of Analytical Routine

The samples were collected for the purpose of determining the presence or absence of Ag-Pb-Zn-Cu-Au mineralization on the Simon Mine property and were not necessarily representative of the actual grades of any deposit that may be located within the property.

Towards this end, the samples are considered valid.

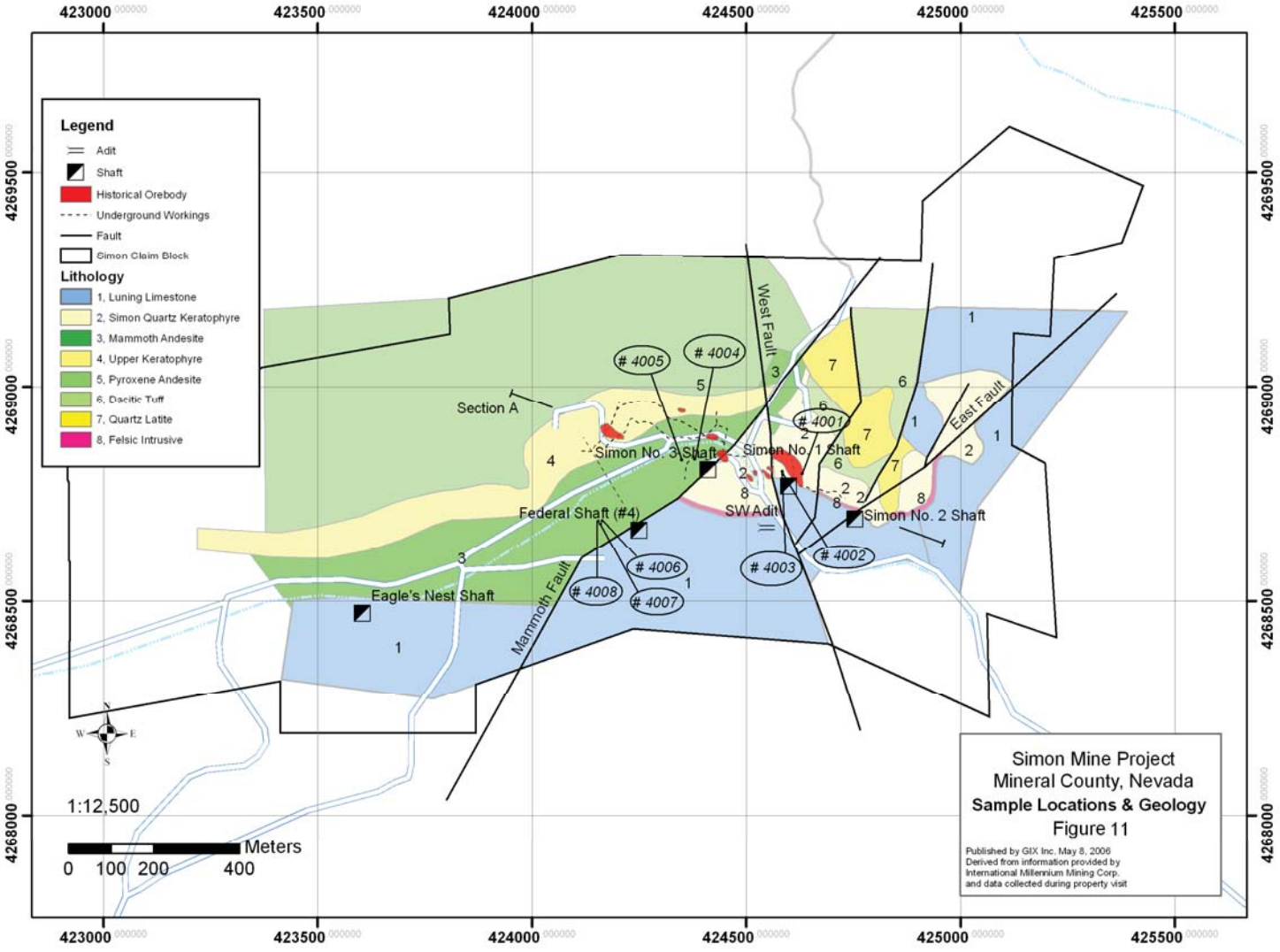
9.3 Data Verification

The information used in preparing this report was extracted from various government reports (Nevada Bureau of Mines and the U.S. Geological Survey) as well as reports written by professional personnel employed by the mine operators or other interested parties during the 1920's to 1940's. Most of the raw data supporting the observations and conclusions made in these reports is no longer available. The historical information appears to be valid for the purposes determining the merits of the property and for delineating exploration targets. However, without supporting data and because the mine workings are flooded, the resource estimates and mineralized zones can not be verified.

The Simon Mine property and surrounding area was visited by the author between April 7th and 10th, 2006. Eight samples were collected from various locations around the surface near the old working. The locations of the samples collected are shown on Figure 11 and the descriptions and results in Appendix I. The samples were selected to confirm the presence of mineralization at the Simon Mine, in particular to verify the presence of Ag-Pb-Zn-Cu-Au at the mine as reported by previous workers.

One of theses samples was a 0.6 m wide channel sample collected across an altered, gossanous zone at the edge of a rather dangerous surface opening near the # 1 Shaft. This sample contained very little visible sulphides, yet assayed 6.61% Pb, 288 g/t Ag and 3.83 g/t Au. These results suggest that there may be additional exploration potential in the area to the east of the original surface discovery (the #1 shaft area).

The old head-frames that once existed at the 3 shafts are no longer in existence. The # 1 shaft has collapsed, and #3 and #4 are open to the surface (fenced for safety reasons) but not easily accessible. The collars need replacement before any attempt to enter would be possible. The workings are flooded to approximately the 350 foot level so access to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4, Upper Keratophyre
5, Pyroxene Andesite
6, Dacitic Tuff
7, Quartz Latite
8, Felsic Intrusive
Section A
4005
4004
4001
West Fault
East Fault
Simon No. 3 Shaft
Simon No. 1 Shaft
Simon No. 2 Shaft
SW Adit
Federal Shaft (#4)
4006
4007
4008
4003
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Eagle's Nest Shaft
Mammoth Fault
1:12,500
Meters
0 100 200 400
Simon Mine Project
Mineral County, Nevada
Sample Locations & Geology
Figure 11
Published by GIX Inc. May 8, 2006
Derived from information provided by
International Millennium Mining Corp.
and data collected during property visit

the mineralized zones is impossible at this time without major expense. The other seven samples collected were from waste and muck piles located near the three main shafts (#'s 1, 3 & 4). The samples were mainly collected from holes dug into the muck piles and not from material simply lying around at surface. There is no shortage of mineralized material at the sites and there is no doubt that the material sampled was derived from the mine workings. However, the exact locations within the workings are unknown. The samples, as expected from observations, are well mineralized. The values for Ag ranged from 119 g/t to 562 g/t; Pb ranged from 5.07% to 23.5%; Zn ranged from 3.58% to 25.1%; Cu from 0.01% to 0.98%; and Au from 0.02 g/t to 5.82 g/t. An interesting observation from the sample results is the increased grade of the samples from the #4 Shaft area; of particular note is the increase in Cu (0.26% to 0.98%) and Au (1.15 g/t to 5.82 g/t) from these samples compared to extremely low in the #1 and #2 shaft areas (Cu from 0.01 to 0.14%; and Au from 0.02 to 0.14 g/t). This increase is noted in the old historical accounts of the grades from the exploration and development carried out in the late 1920's and early 1930's). The gold values from the # 4 dump area as well as from the channel sample from bedrock near the # 1 shaft demand that this aspect of the mineralization be seriously investigated in future work programs.

The assay results certainly confirm the presence of very encouraging metal grades in material that is on the mine dumps and presumably was derived from the underground workings.

9.4 Adjacent Properties

The Simon Mine lies within the Walker Lane Trend, a northwest trending structural corridor that hosts many major Au-Ag deposits in Nevada (eg., the Comstock Lode approximately 200 km northwest of Simon, the Rawhide area approximately 65 km northwest, the Candelaria area approximately 80 km west). Within a 25 km radius of the Simon Mine there are 213 documented mineral prospects or occurrences. The nearest recent producing mine is the Paradise Creek Au mine, currently being in the process of

closure and reclamation, located approximately 15 km to the north. Most of the past and current producers in the area are a different type of deposit - Au-Ag mineralization associated with structurally controlled alteration zones in various rock types. The Simon Mine is the largest past producer of its type (carbonate hosted, polymetallic Pb-Zn-Cu-Ag replacement deposit) in the area.

10.0 MINERAL RESERVES AND RESOURCE ESTIMATES

During the early operational and underground development years of the Simon Mine (1920 to 1932) the mine staff reportedly maintained estimates of "ore ahead" and "inferred ore" as well as production records and crude metallurgical balances. These estimates and the supporting data are unavailable and appear only in correspondence and brief government inspection reports. None of these estimates are compliant with NI 43-101 and are therefore not to be relied upon.

11.0 INTERPRETATION AND CONCLUSIONS

The mineralization at the Simon Mine consists of sulphide replacement in brecciated limestones. The breccia zones are generally associated with fault zones, and frequently spatially related to felsic dykes and sills. These felsic rocks are thought to be late marginal phases of a nearby granitic intrusive body.

During a property visit conducted in early April of 2006, eight samples were collected from mineralized material at the mine. One sample was from bedrock, the other from old waste dumps. The assay results from these samples demonstrate that there was good grade material mined by previous operators as indicated in historical reports and correspondence and there is interesting bedrock mineralization remaining on the property.

The historical records and production history at the Simon Mine has demonstrated that metal grades are high enough in the mineralized bodies to be economically mined as is the case in other mines of similar type (the deposits of the Central Mineral Belt in Peru, eg., Cerro de Pasco, Milpo-Atachocha). The mineralized zones that have been developed to date at Simon are relatively small and somewhat irregular in shape; they are also cut and displaced by extensive faulting. The underground workings are currently inaccessible, and to refurbish these in order to verify the mineralization and tabulate a possible resource would not be economically feasible at the present time. However, there is excellent potential within the Simon Mine Property to discover other similar or larger mineral deposits of a similar type. An aggressive exploration program is likely to result in the discovery of additional mineralized zones that could be accessed from the existing workings.

The property covers over 2200 m (7000 feet) of the favourable Jurassic aged limestone unit as well as a complex array of fault structures. These units have been intruded by a younger felsic intrusive body and associated dykes. These geological and structural conditions are very favourable for the emplacement of polymetallic base/precious-metal deposits. Much of the favourable environment lies beneath shallow, relatively flat lying, tertiary aged volcanic rocks. Very little diamond drilling has been completed within the property and virtually no known modern exploration techniques have been completed at surface.

The information that is available on the underground workings includes level plans and schematic cross-sections. There is very little information on the individual mineralized zones that have been developed and partially mined; according to reports, this information existed at the time the mining and development work was being completed but has been lost or destroyed. The overall potential of the property would benefit from modern exploration techniques including a digital elevation model utilizing and capturing for posterity what information is available.

12.0 RECOMMENDATIONS

A two-phased exploration program designed to test areas of known mineralization as well as look for undiscovered zones is recommended on the Simon Mines Property. Phase I should consist of surface geological mapping; ground magnetometer and reconnaissance IP, UTEM and soil geochemical (MMI) surveys designed to outline new targets on the property, as well as a modest drilling program to test known mineralized zones. If the results from this program are encouraging, a second phase consisting mainly of diamond drilling should be considered prior to re-entering the underground workings.

The drill holes proposed in Phase I should be accompanied by down hole geophysical surveying (UTEM) to expand the area being tested. Surveys of this nature have been successful in detecting massive sulphide bodies several hundred metres from the drill hole. Three holes are recommended near the old workings, one below the 1000 level in near the westernmost mining area; one above the 700 level workings in the middle of the workings and one to test below the known workings near the number one shaft. These holes should be collared on the north side of the target areas and drilled towards the south at relatively steep angles in order to cut the mineralized lenses at a relatively shallow angle to there vertical axis. In this way, a downhole geophysical survey would be most effective at detecting undiscovered mineralization.

An estimated cost to carry out an effective Phase I program is outlined in Table 4.

Table 4: Phase 1 Cost Estimate

Establish Grid (20 km @ $400/km)…….	$ 8,000
Geological Mapping, Rock Sampling, Drill Supervision	
Geologist (60 days @ $500/day) ..……..	30,000
Assistant (60 days @ $300/day)……..	18,000
Assaying (400 rock/core samples @ $40/sample) ……..….	16,000
Ground Magnetometer Survey (20 km @ $250/km)……...	5,000

Table 4 (Phase I Cost Estimate, cont…)

IP survey (20 km @ $2000/km …….	40,000
Soil Geochem (MMI Test Survey; 200 @ $50/sample)……	10,000
Support Costs	
Vehicle & Fuel (4 months @ $3000/month) …….	12,000
Accommodation, Meals (160 man-days @ $100/d)……	16,000
Miscellaneous Rentals & Consumables……...	8,000
Diamond Drilling (1,200 m @ $85/m)……...	102,000
Downhole Geophysics (Incl mob, demob, standby)……	25,000
Supervision, Digitization, Reporting & Support ……...	30,000
Subtotal Phase I	$ 320,000
Contingency @9.4%	30,000
TOTAL ESTIMATED COSTS PHASE I	**$ 350,000**

If results from the first phase are positive, a second phase consisting primarily of diamond drilling and designed to test the targets identified in Phase I will be required. This phase is estimated to cost as in Table 5.

Table 5: Phase II Cost Estimate

Geological Services - Drill Supervision, Data Interpretation	
Geologist (80 days @ $500/day)……..…….	40,000
Assistant (80 days @ $300/day)……	24,000
Assaying (500 rock/core samples @ $40/sample) ……	20,000
Support Costs	
Vehicle & Fuel (4 months @ $3000/month) ……	12,000
Accommodation, Meals (160 man-days @ $100/d)……..…	16,000

Miscellaneous Rentals & Consumables……..	10,000
Diamond Drilling (4,000 m @ $85/m)…….	340,000
Downhole Geophysics (Incl mob, demob, standby)…….	50,000
Supervision, Digitization, Reporting & Support ……..	40,000
Subtotal Phase I	$ 552,000
Contingency @9%	50,000
TOTAL ESTIMATED COSTS PHASE I	**$ 602,000**

If results from the Phase II program are positive, additional funding will be required to further advance the exploration and development of the project.

13.0 REFERENCES

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Miscellaneous Correspondence, Memos, Sales Receipts, Maps, Plans and other Documents in the Files of the Optionor and IMMC.

14.0 SIGNATURE PAGE

This report titled "Technical Report on the Simon Mine (Ag-Pb-Zn-Cu) Property, Mineral County, Nevada" and dated May 9th, 2006, was prepared and signed by the following author:

Dated at Sudbury, Ontario
May 9, 20006

Seymour M. Sears. P.Geo.
Consulting Geologist & President
Sears, Barry & Associates Limited

15.0 CERTIFICATE OF QUALIFICATIONS

SEYMOUR M. SEARS

To Accompany the Report Entitled" Technical Report on the Simon Mine

(Ag-Pb-Zn-Cu) Property, Mineral County, Nevada"

for International Millennium Mining Corp

I, Seymour M. Sears, do hereby certify that:

1) I reside at 840 Hillsdale Crescent, Sudbury, Ontario, Canada, P3E 3S9.

2) I am graduated from Mount Allison University in Sackville New Brunswick with a B.A. in Psychology and a B.Sc. in Geology.

3) I have been practicing my profession continuously since 1972.

4) I am a member of the Association of Professional Geoscientists of Ontario.

5) I am a partner of Sears, Barry & Associates Limited, a firm of consulting geologists based in Sudbury, Ontario.

6) I have worked on gold, silver, base metal, specialty metal and industrial mineral projects at all levels of exploration, development and production throughout Canada and in the United States, Mexico and Peru.

7) I am a “qualified person” as defined by National Instrument 43-101and a "competent person" (AIM) by virtue of my education, qualifications, work experience and membership in a professional association.

8) This report is based upon a site visit made from April 7th to 10th of 2006, examination of data from various geological reports, work proposals, personal interviews provided by International Millennium Mining Corp. and agents of the property vendor and other published and unpublished literature.

9) The report covering the Simon Mine Property was prepared by myself with clerical and drafting support provided by other Sears, Barry and Associates personnel under my supervision.

10) I have no personal knowledge as of the date of this certificate of any material fact or change with respect to the subject matter of the Technical Report, which is not reflected in this report or which if omitted would make the report misleading.

9) I am independent of the issuer applying all of the tests in section 1.5 of National Instrument 43-101

13) Neither I nor any affiliated entity of mine have previously worked for International Millennium Mining Corp. nor have had any involvement with the Simon Mine Property.

14) I have read the NI 43-101 and Form 43-101F1 and have prepared the report in conformity with that document and with generally accepted Canadian mining industry practice.

15) The author and Sears, Barry & Associates Limited consent to the filing of this Technical Report with any stock exchange and any other regulatory authority and any other publication by them including electronic publication or websites accessible to the public.

Dated at Sudbury, Ontario, Canada this 9thth day of May, 2006

Seymour M. Sears, P.Geo. (Ontario)

Appendix 1

Sample Descriptions & Results

(Collected by S. Sears; April, 2006)

International Millennium Mining Corp.

Simon Property, Nevada

Property	SAMPLE No.	COORDINATE UTM EASTING	COORDINATE UTM NORTHING	DESCRIPTION	Ag (g/t)	Au (g/t)	Pb (%)	Zn (%)	Cu (%)
Simon	4001	424685	4268608	Channel sample over 0.6m; altered rock from shear in edge of glory hole near # 1 Shaft, very gossanous.	288	3.83	6.61	0.11	0.06
Simon	4002	424633	4268589	Grab samples from dump at the # 1 Shaft; over 25 % sulphides including galena, sphalerite & pyrite.	119	0.02	5.07	9.78	0.03
Simon	4003	424633	4268589	Grab samples from dump at the # 1 Shaft, oxide material, some vuggy zones, siliceous.	140	0.08	9.02	3.58	0.08
Simon	4004	424430	4268643	Grab samples from dump at the # 3 Shaft; more than 50% sulphides, including galena, sphalerite & pyrite.	204	0.14	7.63	7.87	0.14
Simon	4005	424404	4268643	Grab samples from dump at the # 3 shaft near crusher; 40 to 50 % sulphides, mainly galena and sphalerite.	175	0.07	8.55	9.61	0.01
Simon	4006	424239	4268467	Grab sample from a dump pille of hi-grade ore at the # 4 Shaft (Federal Mines); 50% sulphides (Py, Sph, Gal, Cpy)	273	2.28	8.29	7.67	0.54
Simon	4007	424239	4268467	Grab sample from a dump pille of hi-grade ore at the # 4 Shaft (Federal Mines); 70% sulphides (Py, Sph, Gal, Cpy)	428	5.82	14.95	15.2	0.98
Simon	4008	424239	4268467	Grab sample from a dump pille of hi-grade ore at the # 4 Shaft (Federal Mines); 70% sulphides (Py, Sph, Gal, Cpy)	562	1.15	23.5	25.1	0.26

(Nad 27 Central)

APPENDIX 2

Photographs from the Simon Mine Property, Mineral County, Nevada

Simon Mine, Nevada – Mine buildings & old townsite.

Simon Mine, Nevada – No. 1 Shaft, wastepile & glory hole.

Simon Mine, Nevada – No. 1 Shaft with Southwest adit in background.

Simon Mine, Nevada – No. 3 Shaft

Simon Mine, Nevada –Old mil site, No, 3 Shaft area & No. 1 Shaft in background.

Simon Mine, Nevada – No. 4 Shaft Area

Simon Mine, Nevada – No, 4 Shaft & mine buiding from above.

Simon Mine, Nevada – Vandalized core building and racks.

Simon Mine, Nevada – Quartz keratophyre unit.

Simon Mine, Nevada – Eagles Nest Shaft & waste pile, in west side of property.

Simon Mine, Nevada – Claim post