

March ,30TH , 2007

GALLEGOS , VALAREZO & NEIRA CIA. LTDA.

QUITO-ECUADOR

Attn: Mr. Fernando del Pozo Contreras and/or Mr. Juan Carlos Gallegos and/or
Francisco Poveda and/or Gonzalo Valarezo and/or Edgar Neira Orellana

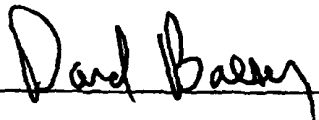
Ref: HOLD SAFE AND HARMLESS COMMITMENT

Dear Sirs:

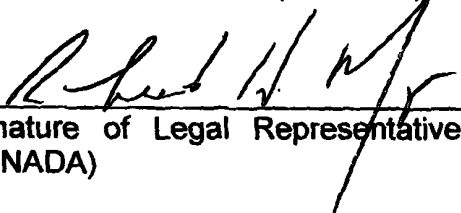
In consideration of our verbal agreement reached in the month of March of the year 2007, and having accepted to act as Special Agents of MAJOR DRILLING GROUP INTERNATIONAL INC, (CANADA), and FORAGE MAJOR KENNEBEC DRILLING LTD. (CANADA), and act as Attorneys in Fact for both companies (**hereinafter the "Companies"**), and since the offices of the firm located at Avenida Amazonas 4080 y UNP, Edificio Puerta del Sol, Torre Este, oficina 406 will be used for a limited term as the initial physical address in Ecuador for the company referred as MAJORDRILLING ECUADOR S.A. [**hereinafter referred as "MDE"**], we hereby agree, on the Companies's behalf and representation to: hold MR. FERNANDO DEL POZO CONTRERAS AND/OR MR. JUAN CARLOS GALLEGOS AND/OR FRANCISCO POVEDA AND/OR GONZALO VALAREZO AND/OR EDGAR NEIRA ORELLANA, AND/OR THE OFFICES OF GALLEGOS, VALAREZO & NEIRA CIA. LTDA., and its legal representatives, officers and shareholders, harmless from any and all damages and liabilities which may hereafter result as a consequence of any actions or inactions within the scope of its authority (or what you reasonably believe to be its authority) as the Companies's special agents and/or attorneys in fact, and/or for being the initial physical address of "MDE" in Ecuador, or for any liabilities of the Companies or MDE, or claims of third parties against the Companies and/or MDE, which may be asserted or enforced against MR.

EDUARDO DEL POZO CONTRERAS
Abogado
Eduardo Del Pozo Contreras

FERNANDO DEL POZO CONTRERAS AND/OR MR. JUAN CARLOS GALLEGOS AND/OR FRANCISCO POVEDA AND/OR GONZALO VALAREZO AND/OR EDGAR NEIRA ORELLANA, AND/OR GALLEGOS, VALAREZO & NEIRA CIA. LTDA., its legal representatives, officers and shareholders, as a result of being or having been the Companies's special agents and/or attorneys in fact and/or for being the initial physical address of "MDE" in Ecuador, including, without limitation, reasonable attorneys' fees and other costs as may be necessary to defend it or to demand the fulfillment of the obligation assumed by us hereunder.




Signature of Legal Representative of MAJOR DRILLING GROUP INTERNATIONAL INC, (CANADA)



Signature of Legal Representative of Forage Major Kennebec Drilling Ltd. (CANADA)

NOTARIO
Quito a, **11 FEB 2010**
EL NOTARIO


NOTARIO
Dr. [illegible]

**Moncton, New Brunswick,
CANADA.**

I, the undersigned, a Notary Public duly authorized in and for the City and Country aforementioned, certify that on this day David Balser and Robert Morgan and appeared before me personally, executing the foregoing document in their capacity as Officers of MAJOR DRILLING GROUP INTERNATIONAL INC, (CANADA) and FORAGE MAJOR KENNEBEC DRILLING LTD. (CANADA), and acknowledged before me that they executed the same as such director and officer in the name of and on behalf of said entity.

IN TESTIMONY WHEREOF I have this 5th day of April, 2007, signed and set my seal.


The Notary

My commission expires N/A / Mi comisión expira el N/A

**Moncton, New Brunswick,
CANADA.**

Yo, el abajo firmante, Notario Público debidamente autorizado en y para la ciudad y País antes mencionado, por este medio certifico que en este día personalmente comparecieron ante mí, Denis Larocque y Robert Morgan, quienes ejecutaron el documento que antecede en su condición de Representantes Legales de MAJOR DRILLING GROUP INTERNATIONAL INC, (CANADA) y FORAGE MAJOR KENNEBEC DRILLING LTD. (CANADA), respectivamente, y reconocieron ante mí que ejecutaron el mismo en tales calidades en nombre de dicha entidad.

EN FE DE LO CUAL firmo y sello este día 5 de April de 2007.

NOTARIA PUBLICA DEL CANTON QUITO
De acuerdo al artículo 10 del Reglamento de la
Notaría Pública del Cantón Quito, el Notario
Público, en virtud de su cargo, es el encargado
de dar fe de los actos y contratos que se celebran
ante él, y de otorgar el sello de la Notaría
Pública del Cantón Quito, y el sello de su
Oficina, y el sello de su firma.

11 FEB 2010
EL NOTARIO

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