

March 13, 2009

File: 2BE-KAZ0609

Phyllis Beaulieu
Manager of Licensing
Nunavut Water Board
P.O. Box 119
Gjoa Haven, NU X0B 1J0

Dear Ms. Beaulieu

**RE: Water Licence Transfer
From Pacific Ridge Exploration Ltd. to Aurora Energy Resources Inc.**

Aurora Energy Resources Inc. (Aurora) and Pacific Ridge Exploration Ltd. (Pacific) have entered into a Joint-Venture on the Baker Lake Basin Property. A condition of the agreement is that Aurora is to submit all reports that are required by licencing or permitting.

Please find attached the executed documents that are required by the Nunavut Water Board to transfer a Water Licence from Pacific to Aurora as listed below:

1. Declaration of Licensee
2. Undertaking of Proposed Assignee (2 coppies)
3. Letter for Corporate Seal
4. Certificate of Incorporation with two amendments

I also added Aurora's Prospectors Licence to show that we have a valid licence to prospect for minerals, record a claim or acquire a recorded claim or interest in a recorded claim by transfer in Nunavut.

The originals will be sent by mail. I will contact you to pay the fee of \$30.00 by VISA to Receiver General of Canada.

Please do not hesitate to contact me at any time at the address below.

Regards,


John Stephen Ash
Lands Manager
sash@aurora-energy.ca

C: Paul McNeill, Aurora VP Exploration

PURCHASE ORDER

Aurora Energy Resources Inc.

Suite 600, TD Place
140 Water Street
St. John's NL, A1C 6H6
Phone: (709)-726-2223
Fax: (709)-726-0138

Locator: **SJ**
DATE

PO Number
2009-0048
19-Mar-09

Account No.

TO:

Receiver General of Canada

SHIP TO

Suite 600, TD Place
140 Water Street
St. John's NL, A1C 6H6
Phone: (709)-726-2223
Fax: (709)-726-0138

| | | |
|-----------------|----------------|---------------------|
| SHIPPING METHOD | SHIPPING TERMS | DELIVERY DATE |
| | | As Soon As Possible |

[illegible]

Approved by:

Signature:

Date _____

1. P.O.# should appear on all invoices
2. Enter this order in accordance with the prices, terms, delivery method, and specifications listed above.
3. Please notify us immediately if you are unable to ship as specified.
4. Send all correspondence to:

DECLARATION OF LICENSEE (Assignor)

I, Wayne J. Roberts
(Name)

Representing: Pacific Ridge Exploration Ltd.

(Name of Licensee)

hereby request the Nunavut Water Board to approve the assignment of

Licence No. 2BE- KAZ0609 described in this
application.

Dated this 1 day of November, 2008 , in the City of

Vancouver,
(Name - City/Town)

British Columbia, Canada.
Province/Territory)



Signature of Applicant ,Title

v.p. Exploration

Pacific Ridge Exploration Ltd.

UNDERTAKING OF PROPOSED ASSIGNEE

(section 44 of the *Nunavut Waters and Nunavut Surface Rights Tribunal Act*)

WHEREAS

The Nunavut Water Board ("NWB") issued Licence No. 2BE-KAZ0609 dated July 20th, 2006 ("the Licence") to Pacific Ridge Exploration Ltd. (as amended) (the "Assignor"), for a term of approximately 3 years starting on July 20th, 2006 and expiring on September 15th, 2009, subject to the terms and conditions set out in the Licence.

AND WHEREAS (the Proposed "Assignee")

(a) _____ (individual)

OR

(b) Aurora Energy Resources Inc.,
(a corporate entity incorporated pursuant to the laws of Nunavut)

requests that the NWB approve the Assignment of the Licence from the Assignor to the Proposed Assignee pursuant to section 44 of the *Nunavut Waters and Nunavut Surface Rights Tribunal Act* ("Act").

NOW THEREFORE

Effective on the date that the NWB approves the assignment of the Licence, the Proposed Assignee undertakes and accepts responsibility for the performance of all of the terms and conditions of the Licence including the performance of all liabilities arising pursuant to any Licence term or condition, whether arising before or after the effective date of the assignment, **AND** undertakes to pay any security required of the Assignor when the Licence was granted.



IN WITNESS WHEREOF the Proposed Assignee executed this Undertaking
on March 13th, 2009.

SIGNED, SEALED AND DELIVERED
in the presence of:

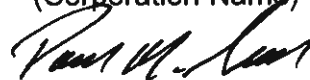
Witness

(name of Individual)

On behalf of

AURORA ENERGY RESOURCES INC.

(Corporation Name)



Per: Paul McNeill

Position

(corporate seal)

J. David Clarke
Witness

**AFFIDAVIT OF EXECUTION
UNDERTAKING OF PROPOSED ASSIGNEE**

I, O. Noel Clarke (name of witness), of the city/town/village of St. John's in the province or territory of Newfoundland and Labrador.

MAKE OATH AND SAY:


1. **THAT** I know Paul McNeill

(individual who signed Undertaking), of the City St. John's in the province/territory of Newfoundland and Labrador.


2. **THAT** on or about the 13th day of March, 2009 (month and year), I was personally present and did see the Undertaking annexed as Exhibit "A", executed by Paul McNeill (individual who signed Undertaking) by signing page two of the Undertaking.

3. **THAT** at the time of execution of the Undertaking, Paul McNeill (individual who signed Undertaking) had attained the age of 19 years and, in my opinion, was of sound mind, memory and understanding at the time of execution of the Undertaking.

SWORN BEFORE ME at the city/town/village)
of St. John's in the province or)
territory of Newfoundland and Labrador)
this 13th day of March, 2009)



Gregory Connors
Notary

)
) 
)
) O. Noel Clarke
) (name of witness)

March 13, 2009

Mr. Paul McNeill
VP Exploration
Aurora Energy Resources Inc.
Suite 600, 140 Water St.
St. John's, NL
A1C 6H6

Dear Sir:

Re: Undertaking of Aurora Energy Resources Inc. ("Aurora") under Section 44 of Nunavut Waters and Nunavut Surface Rights Act on March 13, 2009(the "Undertaking")

As discussed, this will confirm that the Undertaking is binding upon Aurora even if there is no Corporate Seal attached with your signature, pursuant to the laws of incorporation of Aurora in the Province of Newfoundland and Labrador, in which the *Corporations Act* stipulates expressly as follows:

Corporate seal

32. An instrument or agreement executed on behalf of a corporation by a director, an officer or an agent of the corporation is not invalid merely because a corporate seal is not placed on it.

Should you need anything further in this regard, please contact me.

Yours very truly,



O. Noel Clarke Q.C.



GOVERNMENT OF
NEWFOUNDLAND AND LABRADOR
Department of Government Services

THE CORPORATIONS ACT
FORM 5

CERTIFICATE OF AMENDMENT

(Sections 279, 286)

Corporation Name: **AURORA ENERGY RESOURCES INC.**
Corporation Number: **51876**
Date of Amendment: **February 17, 2006**

I certify, as per the attached Articles of Amendment, that the Articles of Incorporation for this Corporation have been amended under the Corporations Act of Newfoundland and Labrador.

A handwritten signature in cursive script, appearing to read "Douglas Lain".

REGISTRAR OF COMPANIES
For Province of Newfoundland and Labrador
March 14, 2006



GOVERNMENT OF
NEWFOUNDLAND AND LABRADOR
Department of Government Services

THE CORPORATIONS ACT
FORM 5

CERTIFICATE OF AMENDMENT

(Sections 279, 286)

Corporation Name: **AURORA ENERGY INC.**
Corporation Number: **51876**
Date of Amendment: **July 29, 2005**

I certify, as per the attached Articles of Amendment, that the Articles of Incorporation for this Corporation have been amended under the Corporations Act of Newfoundland and Labrador.

REGISTRAR OF COMPANIES
For Province of Newfoundland and Labrador
August 1, 2005



GOVERNMENT OF
NEWFOUNDLAND AND LABRADOR
Department of Government Services

THE CORPORATIONS ACT
FORM 2

CERTIFICATE OF INCORPORATION

(Section 15)

Corporation Name: LABRADOR URANIUM CO. LTD.
Corporation Number: 51876
Date of Incorporation: June 8, 2005

I certify, as per the attached Articles of Incorporation, that this Corporation has been incorporated under the Corporations Act of Newfoundland and Labrador.

A handwritten signature in black ink, appearing to read "D. J. L. 9", is written over a horizontal line.

REGISTRAR OF COMPANIES
For Province of Newfoundland and Labrador
June 9, 2005



Indian and Northern
Affairs Canada
Northwest Territories
Region

Affaires indiennes
et du Nord Canada
Région des Territoires
du Nord-ouest

PROSPECTOR'S LICENCE - PERMIS DE PROSPECTION

Licence n^o. - N^o de permis

N

33332

Licence expires after March 31, unless
renewed yearly.

La date d'expiration du permis est le
31 mars, sauf s'il s'agit d'un
renouvellement annuel.

Name

Aurora Energy Resources