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**BARRISTERS & SOLICITORS**

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**FILED BY SEDAR**

British Columbia Securities Commission  
Alberta Securities Commission  
Manitoba Securities Commission  
Ontario Securities Commission  
New Brunswick Securities Commission  
Nova Scotia Securities Commission  
Securities Commission of Newfoundland and Labrador  
Registrar of Securities, Government of the Yukon Territory

Dear Sirs/Mesdames:

**Re: Bolivar Gold Corp.**  
**Arrangement Agreement dated December 1, 2005**

We are counsel to Bolivar Gold Corp. (the "Corporation"). Please find attached a copy of the Arrangement Agreement dated December 1, 2005 between the Corporation and Gold Fields Limited. It has come to our attention that an incorrect version of the Arrangement Agreement was filed on SEDAR on December 1, 2005. The version filed on December 1, 2005 was dated November 30, 2005 when the Arrangement Agreement signed by the parties was dated December 1, 2005. The attached Arrangement Agreement is the same as the version filed on SEDAR on December 1, 2005, with the exception that it is dated December 1, 2005.

We trust that the foregoing is satisfactory. Please do not hesitate to contact the undersigned if you have any questions with respect to this matter.

Yours truly,

*"Vaughn MacLellan"*

Vaughn MacLellan