

MEDORO RESOURCES LTD.
220 Bay Street, Suite 1400
Toronto, Ontario M5J 2W4

November 16, 2009

VIA SEDAR

Ontario Securities Commission, as Principal Regulator

Dear Sirs/Mesdames:

Re: Medoro Resources Ltd.
Re: Preliminary Short Form Prospectus
Re: Qualification Certificate

In connection with the filing of a preliminary short form prospectus of Medoro Resources Ltd. (the "Filer") dated November 16, 2009, and in accordance with subsection 4.1(a)(ii) of National Instrument 44-101 - *Short Form Prospectus Distributions* ("NI 44-101"), the Filer hereby:

- (A) advises that it is qualified to file a prospectus in the form of a short form prospectus pursuant to section 2.2 of NI 44-101; and
- (B) (I) certifies that all of the qualification criteria in section 2.2 have been satisfied; and
(II) all of the material incorporated by reference in the preliminary short form prospectus and not previously filed is being filed with the preliminary short form prospectus.

Yours truly,

MEDORO RESOURCES LTD.

By: (signed) Peter Volk
Peter Volk
General Counsel & Secretary