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February 7, 2006

Ontario Securities Commission
British Columbia Securities Commission
Alberta Securities Commission
Saskatchewan Financial Services Commission (Securities Division)
The Manitoba Securities Commission
Nova Scotia Securities Commission

**Re: South American Silver Corp.
Prospectus Dated February 7, 2006 (the “Prospectus”)
Initial Public Offering of Common Shares**

We have prepared the opinion (the “Opinion”) referred to in the Prospectus under the heading “Eligibility for Investment”. We consent to being named in the Prospectus and to the use of the Opinion in the Prospectus.

We have read the Prospectus, and have no reason to believe that there are any misrepresentations in the information contained in it that are derived from the Opinion, or within our knowledge as a result of the services performed by us in connection with the Opinion.

Yours truly,

McMillan Binch Mendelsohn LLP