

**NOTICE DECLARING INTENTION TO BE QUALIFIED
UNDER NATIONAL INSTRUMENT 44-101
SHORT FORM PROSPECTUS DISTRIBUTIONS ("NI 44-101")**

July 03, 2008

TO: The Ontario Securities Commission as Principal Regulator and to the Alberta Securities Commission and the British Columbia Securities Commission

Sterling Mining Company (the "Issuer") intends to be qualified to file a short form prospectus under NI 44-101. The Issuer acknowledges that it must satisfy all applicable qualification criteria prior to filing a preliminary short form prospectus. This notice does not evidence the Issuer's intent to file a short form prospectus, to enter into any particular financing or transaction or to become a reporting issuer in any jurisdiction. This notice will remain in effect until withdrawn by the Issuer.

"James N. Meek"

James N. Meek
Chief Financial Officer