



**FOR IMMEDIATE RELEASE**

**TSX-V: MEX**

**MAY 13, 2009**

**MIDLANDS MINERALS ANNOUNCES  
16% STAKE ACQUIREMENT BY AVION RESOURCES**

TORONTO, CANADA, May 13<sup>th</sup>, 2009: Avion Resources Corp. (“Avion”) (TSX-V: AVR) has entered into an agreement to acquire a 16% interest in Midlands Minerals Corporation (“Midlands” or the “Company”). As part of a share exchange, Avion has agreed to purchase from RAB Special Situations (Master) Fund Limited a total of 8,581,000 common shares in the capital of Midlands in exchange for the issuance of 4,290,500 common shares of Avion Resources.

Based on approximately 53.6 million common shares of Midlands being issued and outstanding, according to the TSX website, Avion’s proposed shareholding of 8,581,000 common shares represents approximately 16% of the issued and outstanding common shares of Midlands.

The acquisition of an interest in Midlands is consistent with Avion’s growth strategy in Western Africa through strategic acquisitions and accelerated development. Avion believes that Midlands’ Sian project offers promising exploration potential.

Closing of this purchase of Midlands common shares will be subject to final approval of the TSX Venture Exchange. Avion Resources may seek to acquire additional securities through market transactions, private placements, treasury issuances or otherwise as circumstances or market conditions warrant or arise.

**ABOUT MIDLANDS MINERALS**

Midlands is a growth oriented and value based gold exploration company operating in Ghana and Tanzania, two stable countries with a history of gold mining. Midlands’ top priority project is the fully permitted Sian gold project in Ghana. The Sian property contains Esaase and Ampeha, two previously producing open pit mines with a resource with exceptional growth potential. Midlands’ contiguous Kwahu Praso project, which was once part of Sian, contains extensions of the Esaase and Ampeha trends. Sian and Praso are just 30 kilometres northeast of Newmont Mining’s +8.7 million Akyem gold deposit on the Ashanti Gold Belt. Midlands also holds highly prospective licences for gold and diamonds in the Lake Victoria Goldfields in Tanzania.

The Company has a highly qualified management and technical team with extensive experience in the countries in which the Company operates. For more information on the

Company, please visit Midlands' website at [www.midlandsminerals.com](http://www.midlandsminerals.com).

**On behalf of the Board,**

Kim Harris  
President and Chief Executive Officer

**For further information, please contact:**

Kim Harris  
President and Chief Executive Officer

1210 Sheppard Avenue East, Suite 302	CEO Direct Line:	+ 1 416 447 6882
Toronto, Ontario	Tel:	+ 1 416 492 6992
Canada M2K 1E3	Fax:	+ 1 416 492 6993

Website: [www.midlandsminerals.com](http://www.midlandsminerals.com) E-mail: [info@midlandsminerals.com](mailto:info@midlandsminerals.com)

The TSX Venture Exchange has not reviewed and does not accept responsibility for the adequacy or accuracy of the content of this news release.

*Certain statements contained in this news release constitute forward-looking statements. Such forward-looking statements involve a number of known and unknown risks, uncertainties and other factors, which may cause the actual results, performance or achievements of the company to be materially different from actual results and achievements expressed or implied by such forward-looking statements. Forward-looking statements consist of statements that are not purely historical, including any statements regarding beliefs, plans, expectations or intentions regarding the future. No assurance can be given that any of the events anticipated by the forward-looking statements will occur or, if they do occur, what benefits the Company will obtain from them. These forward-looking statements reflect management's current views and are based on certain expectations, estimates and assumptions which may prove to be incorrect.*

*The Company adds a cautionary statement to the effect that the potential quantity and grades referred to in this press release are conceptual in nature. There has been sufficient exploration to define a mineral resource. However, the Company is uncertain if further exploration will result in the discovery of a mineral reserve. Readers are cautioned not to place undue reliance on these forward-looking statements, which speak only as of the date the statements were made. Readers are also advised to consider such forward-looking statements while considering the risks inherent in the business of mineral exploration. For more information, investors should review the Company's filings that are available at [www.sedar.com](http://www.sedar.com).*