

FORM 51-102F3

MATERIAL CHANGE REPORT

ITEM 1 Name and Address of Company:

Maxim Resources Inc.
888, 888 Dunsmuir Street
Vancouver, BC
V6C 3K4

ITEM 2 Date of Material Changes:

October 11, 2005.

ITEM 3 News Release:

News Release dated October 11, 2005, was transmitted by Canada Stockwatch and Market News on October 11, 2005 and a copy of the Material Change Report will be filed with the Alberta and British Columbia Securities Commissions and the TSX Venture Exchange on October 11, 2005, by SEDAR.

ITEM 4 & 5 Summary and Full Description of Material Changes:

See attached News Release dated October 11, 2005.

ITEM 6 Reliance on subsection 7.1(2) or (3) of National Instrument 51-102:

Subsection 7.1(2) or (3) is not being relied upon.

ITEM 7 Omitted Information:

No Information has been omitted on the basis that it is confidential.

ITEM 8 Executive Officer:

Mr. Arthur Brown, President and CEO
Telephone: (604) 630-0280

ITEM 9 Date of Report

October 11, 2005.

"Arthur Brown"(signed)
ARTHUR BROWN
President and CEO

MAXIM RESOURCES INC.
Suite 888, 888 Dunsmuir Street
Vancouver, BC
V6C 3K4

MXM -TSXV

October 11, 2005

MAXIM APPOINTS CFO

Vancouver - Maxim Resources Inc. ("Maxim") announced today that it has appointed Mr. Cyrus Driver as its Chief Financial Officer. Cyrus Driver, age 56, is a Chartered Accountant and was a founding partner of the firm of Driver Anderson, Chartered Accountants since its inception in 1982. He is now a partner of Davidson & Company, Chartered Accountants as a result of a merger between the two firms. While providing general accounting and tax services to a wide range of clients, he specializes in publicly traded companies and members of the brokerage community. Mr. Driver is presently a director of Superior Mining Corp., BCS Global Networks, and Cobra Ventures Inc., all TSX Venture Exchange companies.

Maxim also announced today the resignation of Mr. Richard Haderer as Secretary and a director of Maxim.

On behalf of the Board

"Arthur Brown"

Arthur Brown
President and Director

For further information please contact:
Arthur Brown, President
(604) 630-0280

**THE TSX VENTURE EXCHANGE HAS NOT REVIEWED AND DOES NOT ACCEPT
RESPONSIBILITY FOR THE ADEQUACY OR ACCURACY OF THIS RELEASE.**