

Material Change Report

Form 51-102F3

Name and Address of Company

Northeastern Hotel Group Inc.

Date of Material Change

21 May 2011

News Release

A news release was published on Market Wire on May 24th 2011

Summary of Material Change

The Ontario Securities Commission lifted its cease trade order issued in 2003 following the filing by the Company of all required continuous disclosure materials from 2008 to present date and paid all outstanding fees.

Full Description of Material Change

The Company obtained a full revocation of a Cease Trade Order issued by the Ontario Securities Commission on August 20, 2003 for failing to have met continuous disclosure requirements. In connection therewith the Company has filed continuous disclosure information as follows: audited financial statements for the years ending 2008, 2009 and 2010 together with interim financial statements for the three-month periods ending on the last day of June September and December 2010. The Company also filed management discussion and analysis statements for the above and Certifications of the CEO and CFO of the company, all of which are available at www.Sedar.com. The Company has also paid all outstanding fees to the Ontario Securities Commission. The Company's Sedar profile has been updated, and SEDI filings for its insiders have been completed.

Reliance on subsection 7.1(2) of NI 51-102

Not Applicable

Omitted Information

None

Executive Officer

Robert Stikeman, Director

Date of Report

May 24th 2011

Press Release

Toronto, Canada: May 24th, 2011: Northeastern Hotel Group Incorporated announced today that it had obtained a full revocation of a Cease Trade Order issued by the Ontario Securities Commission on August 20, 2003 for failing to have met continuous disclosure requirements. In connection therewith the Company has filed continuous disclosure information as follows: audited financial statements for the years ending 2008, 2009 and 2010 together with interim financial statements for the three-month periods ending on the last day of June September and December 2010. The Company also filed management discussion and analysis statements for the above and Certifications of the CEO and CFO of the Company, all of which are available at www.Sedar.com. The company's Sedar profile has been updated, and SEDI filings for its insiders have been completed and all fees paid to the Ontario Securities Commission have been paid.

For further information contact Robert Stikeman at 416-367-3029