

FORM 27

SECURITIES ACT

MATERIAL CHANGE REPORT UNDER SECTION 85(1) OF THE ACT

Item 1. Reporting Issuer

First International Metals Corp.
Suite 400 – 455 Granville Street
Vancouver, BC V6C 1T1

Item 2. Date of Material Change

April 14, 2000

Item 3. Press Release

Press Release dated April 14, 2000 and disseminated to the Vancouver Stockwatch Magazine, Canadian Venture Exchange, B.C. Securities Commission, Market News Publishing and George Cross News Letter.

Place of Issuance: Vancouver, British Columbia.

Item 4. Summary of Material Change

The Issuer announces that it is proceeding with a share consolidation and a name change.

Item 5. Full Description of Material Change

The Issuer announced today that the Issuer is proceeding with a share consolidation and name change.

Upon regulatory approvals, the name of the Issuer will be changed to Mill Bay Ventures Inc., and the authorized capital of the Issuer will be altered by consolidating all of the 99,941,667 common shares into 19,988,333 shares, every five (5) of such shares being consolidated into one share.

The Issuer also announces the resignation of Mr. George Kratz and Mr. Calvert as Directors of the Issuer, and the appointment of Mr. Robert Hughes. Mr. Hughes is currently President of Avance Venture Corp. and a director of Ariel Resources Ltd. Mr. Hughes brings to the board over 30 years of business experience with both the public and private sectors.

Item 6. Reliance on Section 85(2) of the Act

The Issuer is not relying on Section 85(2) of the Act.

Item 7. Omitted Information

There is no omitted information.

Item 8. Senior Officers

William Glasier, President - (604)682-3701.

Item 9. Statement of Senior Officer

The foregoing accurately discloses the material change referred to herein.

DATED at the City of Vancouver, in the Province of British Columbia, this 24th day of April, 2000.

“L. Wolfin”
(Senior Officer)