

ARMSTRONG & COMPANY

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BARRISTERS AND SOLICITORS

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OUR REFERENCE: 1354001

November 1, 2000

VIA SEDAR FILING

British Columbia Securities
Commission
200 - 865 Hornby Street
Vancouver, B.C.
V6Z 2H4

Attention: Statutory Filings

Dear Sirs:

Re: TNR Resources Ltd. (the "Issuer")

Enclosed pursuant to Section 85 of the Securities Act is a Form 27, Material Change Report for the Issuer, the date of the material change being October 31, 2000.

We trust the enclosed is satisfactory and remain.

Yours truly,

ARMSTRONG & COMPANY

"S. Paul Simpson"

S. Paul Simpson

SPS/ck
enclosures

cc: Canadian Venture Exchange
Attn: Listings Department (via Sedar Filing)

Alberta Securities Commission (via Sedar Filing)