**MATERIAL CHANGE REPORT UNDER SECTION 85(1)
OF THE BRITISH COLUMBIA SECURITIES ACT**

**MATERIAL CHANGE REPORT UNDER SECTION 118(1)
OF THE ALBERTA SECURITIES ACT**

Item 1. **Reporting Issuer**

Messina Minerals Inc.
2300-1066 West Hastings Street
Vancouver, B.C.
V6E 3X2

Item 2. **Date of Material Change**

February 3, 2005

Item 3. **Press Release**

Messina Minerals Inc. (the "Issuer") issued a press release on February 3, 2005 through the facilities of Canada Stockwatch and Market News Publishing.

Item 4. **Summary of Material Change**

See attached news release.

Item 5. **Full Description of Material Change**

See attached news release.

Item 6. **Reliance on Section 85(2) of the British Columbia Securities Act & Reliance on Section 118(2) of the Alberta Securities Act**

This report is not being filed on a confidential basis.

Item 7. **Omitted Information**

There are no significant facts required to be disclosed herein which have been omitted.

Item 8. **Senior Officers**

To obtain further information contact the President and Director, Peter Tallman at 604-688-1508.

Item 9. **Statement of Senior Officer**

The foregoing accurately discloses the material changes referred to herein.

DATED this 3rd day of February, 2005.

"Peter Tallman"

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Peter Tallman, President

MESSINA MINERALS INC.

NEWS RELEASE **February 3, 2005**

Messina Minerals Inc. today announced that it has arranged a non-brokered private placement of up to 2,000,000 units of its securities. Up to 1,000,000 units will be flow-through units at a price of $1.50 per unit and the balance of the units will be non-flow-through units at a price of $1.35 per unit. Each flow-through and non-flow-through unit will be comprised of one common share and one-half of one common share purchase warrant. Each whole warrant will entitle the holder to purchase one additional share at a price of $1.75 for the flow-through units and $1.60 for the non-flow-through units for a period of one year. Warrants held by the holders of flow-through shares may be converted to additional flow-through shares upon exercise with the consent of both the purchaser and the Company. Flow-through units will convey income tax benefits to the purchasers and proceeds of the flow-through portion of the placement will be used to fund exploration programs on the Company's Newfoundland properties. Non-flow-through proceeds of the placement will be used for working capital purposes.

The financing is subject to the approval of the TSX Venture Exchange.

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On behalf of the Board

"Peter Tallman"

President