**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**

September 6, 2005

Item 3. **Press Release**

Messina Minerals Inc. (the "Issuer") issued a press release on September 6, 2005 through the facilities of CCN Mathews via Canadian Timely Disclosure Network.

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 6th day of September, 2005.

"Peter Tallman"

Peter Tallman, President

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TSX Venture Exchange: MMI

Messina Arranges $4,999,500 Private Placement

Messina Minerals Inc. is pleased to report that it has arranged a brokered private placement to raise $4,504,500 and a non-brokered private placement to raise $495,000 for total gross proceeds of up to $4,999,500. The company will issue up to 3,030,000 flow through shares at a price of $1.65 per share.

Pacific International Securities Inc. and Dundee Securities Corp. (the "Agents") will act as the Agents to place up to 2,730,000 flow through shares. The Agents will receive a commission equal to 7 % of the gross proceeds from the sale of their portion of the offering and they may elect to receive the commission in either cash and / or shares at a deemed price of $1.65 per share. The Agents will also be granted non-transferable warrants equal in number to 8 % of the number of shares sold by them. The Agents' Warrants will entitle them to purchase one additional common share for a period of one year from the closing at an exercise price of $1.65.

Proceeds from this financing will be used for drilling the new Boomerang zinc-copper-lead-gold-silver discovery and for other exploration expenses on Messina's Newfoundland projects.

This news release, required by applicable Canadian laws, is not for distribution to U.S. news wire services or for dissemination in the United States, and does not constitute an offer to sell or a solicitation of an offer to sell any of the securities in the United States. The securities have not been and will not be registered under the United States Securities Act of 1933, as amended (the "U.S. Securities Act") or any state securities laws and may not be offered or sold within the United States or to U.S. Persons unless registered under the U.S. Securities Act and applicable state securities laws or an exemption from such registration is available. The foregoing arrangements are subject to regulatory acceptance.

On behalf of the Board of Messina Minerals Inc.

"Peter Tallman"
President