

This is the form of material change report required under Section 67(1) of the *Securities Act*.

BC FORM 53-901F

Securities Act

MATERIAL CHANGE REPORT UNDER SECTION 67(1) OF THE ACT

Item 1. Reporting Issuer

FIRST STAR RESOURCES INC.
1118 Homer Street - Suite 214
Vancouver, BC V6B 6L5

Telephone: (604) 609-0575
Fax: (604) 609-0565

Item 2. Date of Material Change

May 05, 2004

Item 3. Press Release

The date of the press release issued pursuant to Section 67(1) of the Act with respect to the material change disclosed in this report is **May 05, 2004**. The press release was issued in Vancouver, British Columbia.

Item 4. Summary of Material Change

Manahuilla Creek Update – Grant of Incentive Stock Options

Item 5. Full Description of Material Change

Mr. Bill Wishart, President & CEO of First Star Resources Inc. (TSXV:FRS) (“First Star”) announces a new move in date for the drilling rig. First Star has been advised by PB Energy Partners Ltd., that EDDE Drilling is now scheduled to move onto our site on Thursday, May 6. Drilling has been delayed due to excess precipitation in the area and we are hopeful that conditions are now sufficiently dry to allow rig access.

First Star also announces it has granted incentive stock options to purchase up to an aggregate of 150,000 shares of the Company at \$0.15 per share expiring May 5, 2009.

First Star is an emerging mineral and natural gas exploration Company with a 10% working interest in the Manahuilla Creek Prospect in Goliad County, Texas.

The company continues to explore other mineral and resource opportunities to add to First Star’s portfolio.

For further information please contact Bill Wishart at (604) 609-0555 or toll free at 1-877-609-

0555.

Item 6. Reliance on Section 67(2) of the Act

N/A

Item 7. Omitted Information

N/A

Item 8. Senior Officer

The following senior officer of the Company is knowledgeable about the material change disclosed in this report:

Bill Wishart
Phone: (604) 609-0575

Item 9. Statement of Senior Officer

The foregoing accurately discloses the material change referred to herein.
Executed at Vancouver, British Columbia this 5th day of May, 2004.

“Bill Wishart”

Bill Wishart
President