

This is the form of material change report required under Section 85(1) of the Securities Act and Section 151 of the Securities Rules

BCF 53-901F

SECURITIES ACT

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

1. Reporting Issuer

State the name and address of the principal office in Canada of the reporting issuer

**Northern Star Mining Corp.
153 A, Perreault ave.
Val d'Or (Quebec) J9P 2H1
Tel: (819) 825-8088**

2. Date of Material Change

August 3, 2004

3. Press Release

State the date and places of issuance of the press release issued pursuant to Section 85(1) of the Act.

This news release was issued on August 3, 2004 through Canada Stockwatch, Market News Publishing Inc. and other dissemination services.

4. Summary of material change:

Provide a brief but accurate summary of the nature and substance of the material change.

The Issuer has received assays for holes #NSM-04-41 and NSM-04-42, which are as follows:

Drill Hole	True Thickness (ft)	From	To	Gold (oz/tonne)	Notes
NSM 04-41	19.3	1,460	1,480.4	0.224	Gabbro
NSM 04-42	5	1,015.20	1,021.5	0.105	New gabbro zone
	6	1,075	1,082.4	0.176	New gabbro zone

Including	4	1,078	1,082.4	0.312
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*All Midway core is BQ caliber. The drill core is split and one half retained for future references. The other half is sent to ALS Chemex Chimitec, in Val d'Or, Quebec. The gold assaying method uses a 30 gram sample with a fire assay finish. Pulps and rejects are recovered and returned for future check and verification purposes. The drill program is carried out and supervised by senior geologist, as well as Eugene Gauthier, geol., eng., a senior geologist and Mr. Charles Belanger, p. eng., both qualified persons consistent with NI 43-101.

Hole NSM 04-41 also encountered anomalous gold values from 176.50 to 208.4 of 0.03 ounces/tonne gold over 32 feet in gabbro which may indicate the beginning of a new gold mineralized zone. Previous work and historical data suggest that mineralized lenses are often enveloped by a "halo" of lower grade material.

In addition, hole NSM 04-41 encountered lower grade mineralization in a porphyry intrusive consisting of 0.099 ounces per ton gold over 5.2 feet from 1,450.5 to 1,456.50 feet. This may prove both significant and helpful in targeting further exploration at this level.

Drilling, logging, interpretation and assaying continue. Further assay results will be released as soon as they are available.

5. Full Description of Material Change

The Issuer announced that the most recent drill results continue to encounter significant gold mineralization at its Midway Gold property, located 16 km west of the city of Val d'Or, Quebec, 1 km south of the Trans Canada highway.

The current, and ongoing, drill program consists of approximately 50,000 feet of drilling focusing on the discovery of new gold zones, and the extension of the gold mineralization envelopes along strike, dip, and thickness in those zones already identified.

The Issuer has previously announced results from a total of 40 holes, (drilling began in 2003), and drilling continues on the project.

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Gold assays are consistent to date over all 42 holes with the amount of gold observed as being directly proportional to the pyrite percentage in the drill holes assayed to date, proving an excellent tool in the exploration of the Midway Project.

Gold mineralization on the project is primarily hosted in roughly ovoid shaped gabbroic and mafic lenses within ultramafic rocks of the Cadillac Break. Gold mineralization occurs within the gabbro bodies and presents the appearance of discrete, elongated lenses. The gabbro and mafic bodies appear stacked en echelon at depth, and along strike and plunge. Gold values are consistent and are associated with pyrite content. Other mineralization encountered consists of chalcopyrite, galena, arsenopyrite and rare visible gold.

Lower grade mineralization is present in porphyry intrusives, which may be controlling structures of the gold mineralization. It appears that all the mineralization is associated with the introduction of nearby porphyry-type intrusive bodies.

The Issuer has also identified the presence of a previously unknown porphyry intrusive on the project. This new porphyry and surrounding area will be targeted in future drilling.

New gold zone brings total known gold zones to ten

To date, drilling in the present program, which began in late 2003, has resulted in the discovery of six new gold mineralized zones that, with the four previously known zones, bring the total known individual gold zones at the project to ten. The different gold zones remain generally open along strike and at depth. For example, the Upper Halet zone has been traced along strike for at least 700 feet and remains open at both ends.

The Issuer also announces that it has begun engineering studies and work concerning dewatering of shaft # 1, located on the property.

Highlights from the present drill program (NSM 03-10 onwards) are as follows:

Drill Hole	True Thickness (ft)	From	To	Gold (oz/tonne)	Notes
NSM 03-10	6.5	1,108.64	1,116.8	0.225	New zone
	11.38	1,339.9	1,354.6	0.191	New zone
	16.22	1,416.96	1,439.92	0.22	New zone
NSM 03-11	14	275	290.3	0.41	Halet
NSM 03-12	15.7	1,108	1,126.5	0.215	Halet
NSM 03-15	24	421	447	0.203	New zone
NSM 04-17	15.2	195	211	0.342	New zone
NSM 04-24	77.4	660	749	0.24	Midway
Including	41.5	660	707.5	0.394	Midway
	21.8	682	707.5	0.646	Midway
	8.7	739	749	0.26	Midway
NSM 04-25	56	355	411	0.269	Halet
Including	27.4	382.7	410.1	0.442	Halet
NSM 04-28	11	311	322.5	0.331	New (Chet) zone
	16.2	374	391.7	0.182	Upper Halet 1
	3.6	416	419.6	0.236	Upper Halet 2
	8.0	429	437	0.452	Upper Halet 3
Drill Hole	True Thickness (ft)	From	To	Gold (oz/tonne)	Notes
NSM 04-30	12	358	371	0.435	Halet
Including	2	359	361.6	0.997	Halet
	22	391	414	0.233	Halet
Including	8	391	399	0.515	Halet
NSM 03-34	3.0	283	286.4	0.306	Chet zone
NSM 03-38	4.5	345.0	350.5	0.391	Chet zone
	41.6	414	460	0.261	Halet zone
Including	21.9	431.2	455	0.344	Halet zone
NSM 03-39	2.7	286	289.50	0.30	Chet zone
	56.5	330	392.7	0.18	Upper Halet 1
Including	19.3	349.8	377	0.339	Upper Halet 1

NSM 04-40	19.3	355.10	375.4	0.272	Upper Halet zone
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The Midway project hosts part of the past producing Malartic Goldfields mine which produced over 2,000,000 ounces of gold to a depth of 2,700 feet. During the history of mining, production came from approximately 23 gabbroic and mafic lenses similar in nature and character to those encountered during the present drilling.

The present drilling program is centered on a small portion of the Midway project located between the two production shafts of the Malartic Goldfields mine complex on an area that was previously occupied by the mining town of Halet, Quebec.

The 100% owned Midway project consists of 53 contiguous claims comprising some 1,200 hectares. A three compartment 2,700 foot deep production shaft (Malartic Goldfields shaft # 1) is located on our property and can be used for future access and development purposes. The project straddles the prolific Cadillac Break, associated with the majority of the gold deposits of the Malartic – Cadillac Mining camp of the Abitibi gold belt.

Present drilling has revealed gold zones open at depth with mineralization continuity demonstrated below 1,000 feet and 1,200 feet (ref. NSM 03-10, NSM 03-12). Hole 41 continues to demonstrate the continuity and mineralization at depth.

Historic drilling below the lowest level of mining by Malartic Goldfields clearly shows that gold mineralization continues at depth and is open. Furthermore, the portion of the property to the south and east of shaft remains largely unexplored. This area, on the Cadillac Break, contains similar geology to the area presently being drilled.

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

This report is not being filed on a confidential basis.

7. Omitted Information

There is no Omitted information

8. Senior Officers

Richard Silas, Director
819-825-8088

9. Statement of Senior Officer

The foregoing accurately discloses the material change referred to herein

Dated at Val d'Or, Quebec this 3rd day of August, 2004

“Richard Silas”

Name: Richard Silas
Director