

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

September 8, 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 September 8, 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 announces that it has granted certain directors, officers, consultants and employees a total of 250,000 incentive stock options at an exercise price of \$0.47 per common share. Each option is exercisable for a period of two years from the date of grant.

5. Full Description of Material Change

The Issuer announces that it has granted certain directors, officers, consultants and employees a total of 250,000 incentive stock options at an exercise price of \$0.47 per

common share. Each option is exercisable for a period of two years from the date of grant.

Shares issuable upon exercise of the incentive stock options are subject to a four month TSX Venture Exchange hold period commencing on the date of the incentive stock options' grant.

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 8th day of September, 2004

"Richard Silas"

Name: Richard Silas
Director