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March 29, 2006

British Columbia Securities Commission
5th Floor – 701 West Georgia Street
Vancouver, B.C.
V7Y 1L2
FILED VIA SEDAR

TSX Venture Exchange
2700 – 650 West Georgia Street
Vancouver, B.C.
V6B 4N9
FILED VIA SEDAR

Alberta Securities Commission
4th Floor – 300 – 5th Avenue S.W.
Calgary, Alberta
T2P 3C4
FILED VIA SEDAR

Quebec Securities Commission
800, square Victoria, 22 etage
C.P. 246, tour de la Bourse
Montreal, Quebec, H4Z 1G3
FILED VIA SEDAR

Dear Sir or Madam:

Re: Britannica Resources Corp.

In accordance with the News Release dated March 21, 2006, attached please find the appropriate documentation for Material Change Filing for the above-noted company.

Yours truly,

CLEARBRIDGE CAPITAL CORP.

“Dee L. Sauvé”

Deanna L. Sauvé
Office Manager

Enclosure
Via Sedar