

**Form 51-102F3
Material Change Report**

1. Name and Address of Company

Firestone Ventures Inc.
#52, 10203 – 178th Street
Edmonton, AB T5S 1M3

2. Date of Material Change

May 19, 2005

3. News Release

May 19, 2005 via CCN Matthews

4. Summary of Material Change

Firestone Ventures Inc. is pleased to announce that exploration has commenced on the Company's Torlon high-grade zinc property in western Guatemala. The field work will include prospecting, geological mapping, and sampling. In addition, samples will be collected for metallurgical testing. .

Firestone Ventures is also pleased to announce that it has acquired the "Orbita" concession, 100% owned by Firestone, covering 134 hectares (331.1 acres) surrounding the Torlon property.

5. Full Description of Material Change

Firestone Ventures Inc. (FV: TSX-V) is pleased to announce that exploration has commenced on the Company's Torlon high-grade zinc property in western Guatemala. The field work will include prospecting, geological mapping, and sampling. In addition, samples will be collected for metallurgical testing. The 16 hectare (39.5 acre) Torlon property is well situated in terms of access to Pacific Region zinc markets (see fact sheet at www.firestoneventures.com).

Zinc mineralization (smithsonite) at Torlon extends over a 100 m x 700 m area called the "Santa Rosa Corridor" (see Nov. 19, 2004 press release). In the central "Santa Rosa Corridor" area the corridor has a true width of 25 to 30 m and is buttressed by two sheets of zinc mineralization hosted by Permian dolostone breccia. Zone N-1 has an average grade of 20.3% zinc over true widths of 1 – 9 m, including a high-grade zone that grades 28.4% zinc over 9 m. Zone N-2 grades 11.2% zinc over true widths of 2 to 4 m. The property has never been drilled; however there are numerous underground workings on the property due to small-scale lead mining.

Firestone Ventures is also pleased to announce that it has acquired the "Orbita" concession, 100% owned by Firestone, covering 134 hectares (331.1 acres) surrounding the Torlon property. With the addition of 'Orbita' there is excellent

potential for expansion of the known area of zinc mineralization and for finding new zones.

“This fieldwork will help us refine our planned drill program for the fall, 2005. We will also obtain information on whether other metals such as silver or germanium are associated with the zinc material”, says Lori Walton, Firestone’s President.

This news release has been reviewed by consulting geologist John Cleary, CPG, Qualified Person for the property in accordance with regulations under National Instrument 43-101. Firestone Ventures has the right to purchase a 100% interest in the Torlon property under the terms of an agreement described in a news release dated Dec. 8, 2004.

6. Reliance of subsection 7.1(2) or (3) of National Instrument 51-102

N/A

7. Omitted Information

N/A

8. Executive Officer

Lori Walton, President
Telephone: 1-888-221-5588

9. Date of Report

June 1, 2005