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

Form 27

SECURITIES ACT

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

Item 1. **Reporting Issuer**

Fury Explorations Ltd.

Item 2. **Date of Material Change**

September 6, 2002

Item 3. **Press Release**

September 6, 2002

Item 4. **Summary of Material Change**

Fury Explorations Ltd. has been successful in securing an option to acquire 75% of Alto Ventures Ltd. ("Alto")'s interest in and to the Windfall Lake Property, and 55% of Alto's interest in and to the Alcane Property, both located in the Urban Township of the Province of Quebec.

Item 5. **Full Description of Material Change**

The Company is pleased to announce that as part of a reactivation plan, it has been successful in securing an option to acquire 75% of Alto Ventures Ltd. ("Alto")'s interest in and to the Windfall Lake Property, and 55% of Alto's interest in and to the Alcane Property, both located in the Urban Township of the Province of Quebec.

The terms of acquisition are evidenced by a Letter Agreement dated September 4, 2002, and are subject to prior TSX Venture Exchange approval.

In order for the Company to acquire its interest in and to the claims, Fury must:

a) spend no less than $125,000 on a recommended exploration and development program on the Claims on or before September 30, 2003;

b) spend no less than an additional $175,000 on a recommended exploration and development program on the Claims on or before September 30, 2004;

c) spend no less than an additional $200,000 on a recommended exploration and development program on the Claims on or before September 30, 2005; and

d) file for assessment purposes all work undertaken on the Project with the Government of Quebec for the purpose of maintaining the Claims in good standing.

Once the required expenditures have been made, Fury will have earned its interest in and to the Property and a Joint Venture Agreement will become effective for the further development of the claims.

Alto owns a 50% interest in and to the Windfall Lake Property equally with Noront Resources Ltd. and a 100% interest in and to the Alcane Property.

Each of Alto and Noront are Canadian reporting issuers.

A finders fee is due and payable in connection with the proposed acquisition.

The Company is in receipt of a report on the properties prepared by Robert J. Tremblay, P. Geo and Lindsay T. Bottomer, P.Geo dated July 15, 2002. The report has been submitted to The TSX Venture Exchange for preliminary review and the Company has received confirmation that the property will qualify as a property of merit for reactivation purposes.

In order for the Report to be accepted as a qualifying report, Mr. Bottomer will be visiting the property on September 14, 2002 in order to independently confirm the information compiled by Robert J. Tremblay.

The Windfall Lake and Alcane properties are located approximately 110 km east of the logging town of Lebel-sur Quevillon.

The Windfall Lake property consists of 33 claims and the Alcane property consists of 56 claims.

The properties have an extensive exploration history dating back to the mid 70's. According to the Report, in 1996 a program consisting of prospecting, geophysics, trenching and channel sampling was undertaken. The program was successful in uncovering a sulphide-rich gold bearing shear-brecciated zone, the "Alto Showing", and gold-bearing stockwork-type quartz veins, the "Ritchot Showing".

In the spring of 1997, a re-examination of outcrops surrounding the Alto Showing led to the determination that a portion of the exposed rock was made up of chloritized to sericitic rhyolite flows and not silicified and sericitic mafic volcanics as previously determined. The presence of such a lithological/alteration assemblage and the presence of widespread sulphide mineralization added the potential presence of copper-zinc bearing volcanogenic sulphides of the Noranda type to the existing known gold potential.

Diamond drilling was carried out on the Windfall Lake block in December 1997 and again in January and February 1998 (Phase II). During the period, seven holes were drilled in the vicinity of the Alto Showing and one hole was aimed at a zinc soil anomaly situated near the Alcane/Windfall Lake property boundary.

Starting January 1, 1999, field work was managed by Inmet. The results of Inmet's first drill program were mixed, with results for volcanogenic massive sulphides reported to be negative, but with results for gold being quite positive. Further work was recommended since gold-pyrite rich halos were extensive and suggestive of the presence of a very strong gold system.

The gold showings on the Property are of particular interest to Fury due to the recent rise in the price of gold.

Fury intends to proceed with a preliminary exploration program on the claims that has presently been budgeted in the report at an expenditure of $125,000. The program consists of a tabulation of information and a diamond-drilling program.

Although the Company presently has unallocated working capital in order to fund the proposed exploration programs, the Company will be presenting the proposed program to selected investors interested in a flow through financing.

The Company will be applying to the TSX for its consent to be reinstated on the active issuer list based on its acquisition of an interest in the Windfall Lake and Alcane properties.

As part of the reorganization plan, the Company also intends to issue additional principal shares to management, conditional upon the Company being reactivated and TSX Venture Exchange approval.

The issuance of the additional principal shares was approved by shareholders at the meeting of shareholders held on June 6, 2002.

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

Not applicable.

Item 7. **Omitted Information**

Not applicable.

Item 8. **Senior Officers**

Steve Vanry - President
Bev Funston – Secretary

Item 9. **Statement of Senior Officer**

The foregoing accurately discloses the material change referred to herein.

DATED at the City of Vancouver in the Province of British Columbia, Canada, this 6th day of September, 2002.

"Steve Vanry"

Steve Vanry, President