SENNEN RESOURCES LTD.
SUITE 1220-800 WEST PENDER ST.
VANCOUVER, B.C., V6C 2V6
TEL: 604/685-6851
FAX: 604/685-6493

August 23, 2000

British Columbia Securities Commission
1100-865 Hornby Street
Vancouver, B.C.
V6Z 2H4

Attention: Continuous Disclosure

Dear Sirs:

Re: Sennen Resources Ltd. (the "Company")
Continuous Disclosure - Form 27 Filing

In accordance with Section 85(1) of the Securities Act (British Columbia), on behalf of the Company, we enclose the following:

1. Form 27, entitled "Material Change Report under Section 85 of the Act," dated August 23, 2000.

We trust you will find the same to be in order.

Yours truly,

SENNEN RESOURCES LTD.

Signed: *"Kim Casswell"*

Kim Casswell
CORPORATE SECRETARY

Encls.

cc: Canadian Venture Exchange (BC) – Via SEDAR
Alberta Securities Commission – Via SEDAR
Scott, Bissett – Legal Counsel

FORM 27
SECURITIES ACT

MATERIAL CHANGE REPORT UNDER SECTION 85(1) OF THE SECURITIES ACT (BRITISH COLUMBIA) (THE "ACT")

1. Reporting Issuer

The full name and address of the principal office in Canada of the Company is:

Sennen Resources Ltd.
1220-800 West Pender Street
Vancouver, British Columbia
V6C 2V6

2. Date of Material Change

August 23, 2000

3. Press Release:

The date and place of issuance of the press release is as follows:

Date of Issuance:	August 23, 2000
Place of Issuance:	Vancouver, British Columbia
Distribution:	Through the facilities of The Canadian Venture Exchange (BC), B.C. Securities Commission, Alberta Securities Commission, Stockwatch, George Cross Newsletter,and Market News Publishing.

4. Summary of Material Change

Please refer to Schedule "A", being the news release referred to in Item 3 above, which is attached hereto and forms a part of this report.

5. Full Description of Material Change

The Company reports that it has entered into an agreement (the “Agreement”) dated August 21st, 2000 with @Kids Corporation to acquire 100% of the shares of Safexplorer Software Corporation (“Safexplorer”), a B.C. incorporated company established in November 1999 as a direct response to the need for adequate and effective safety for children on-line. Safexplorer’s product, Safexplorer.com, is a revolutionary approach to on-line security that completely protects children while still allowing parents unlimited access to the Internet. The transaction will not result in a Change of Control or change of Management of the Company.

Safexplorer.com is a powerful, secure, multi-user Internet browser that can be customized to fit the needs of every user in the household, yet still provides an efficient and comprehensive Internet experience. Safexplorer.com is a revolutionary approach to on-line security that completely protects children while still allowing parents unlimited access to the Internet.

Safexplorer.com is not a filter product, a site blocker or a proxy server, (whereby sites are filtered out by word association); these are becoming increasingly ineffectual, for example, searches for "toys", "pets", "boys", "girls" and even "Barney" all prompt links to porn sites, among others. Misdirected searches "Push" pornography and e-mail links. Safexplorer.com prevents such special interactive applications or links contained in e-mails so that children cannot find direct access to adult content sites upon opening their e-mail. Safexplorer.com is available on CD and can easily be downloaded onto any PC. Each member of the household has an ID and password which permits each person access to the necessary information as deemed by the parent who is designated as the administrator.

Under the terms of the Agreement dated August 21, 2000, the Company will acquire a 100% interest in Safexplorer for the following terms and conditions:

a) a payment of Fifty Thousand U.S. Dollars (U.S.$50,000) to @Kids Corporation;

b) the issuance of Twelve Million (12,000,000) common shares of the Company subject to the rules and provisions of the CDNX and/or any other regulatory authority that govern the issuance of the shares;

c) The Company agrees to complete a capital raising of a minimum of Cdn.$3.0 million, the capital raising to be part of the requirement for completion;

d) The Company agrees to arrange interim financing for Safexplorer during September and October 2000 up to a maximum of Cdn.$125,000 for each month, each amount to be paid on September 5th and October 2nd, 2000 respectively;

Completion of the transaction is subject to a number of conditions including but not limited to, Exchange acceptance and disinterested shareholder approval. The transaction cannot close until the required shareholder approval is obtained. There can be no assurances that the transaction will be completed as proposed or at all.

Investors are cautioned that, except as disclosed in the Management Information Circular to be prepared in connection with the transaction, any information released or received with respect to the Change of Business may not be accurate or complete and should not be relied upon. Trading in the securities of Sennen Resources Ltd. should be considered highly speculative.

The Canadian Venture Exchange has in no way passed upon the merits of the proposed transaction and has neither approved nor disapproved the contents of this press release.

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

Not Applicable

7. Omitted Information

No significant facts remain confidential and no information has been omitted in this report.

8. Senior Officer

The name and business telephone number of a senior officer of the Company who is knowledgeable about the material change is as follows:

Name:	Douglas B. Hyndman
Bus. Tel:	(604) 685-6851

9. Statement of Senior Officer

The foregoing accurately discloses the material change referred to herein.

Dated at Vancouver, British Columbia, this 23rd day of August, 2000.

Signed: *"Douglas B. Hyndmanr"*

Douglas B. Hyndman
President

SENNEN RESOURCES LTD.
SUITE 1220-800 WEST PENDER ST.
VANCOUVER, B.C., V6C 2V6
TEL: 604-685-6851
FAX: 604-685-6493

SCHEDULE "A"

August 23, 2000
Trading Symbol: **SN (CDNX-BC)**

NEWS RELEASE

SENNEN TO ACQUIRE SAFEXPLORER SOFTWARE CORPORATION, OWNER OF SAFEXPLORER.COM, A POWERFUL, SECURE, MULTI-USER INTERNET BROWSER

Mr. Ian Rozier, Director of Sennen Resources Ltd. (the "Company") is very pleased to report that the Company has entered into an agreement (the "Agreement") dated August 21st, 2000 with @Kids Corporation to acquire 100% of the shares of Safexplorer Software Corporation ("Safexplorer"), a B.C. incorporated company established in November 1999 as a direct response to the need for adequate and effective safety for children on-line. Safexplorer's product, Safexplorer.com, is a revolutionary approach to on-line security that completely protects children while still allowing parents unlimited access to the Internet. The transaction will not result in a Change of Control or change of Management of the Company.

Safexplorer.com is a powerful, secure, multi-user Internet browser that can be customized to fit the needs of every user in the household, yet still provides an efficient and comprehensive Internet experience. Safexplorer.com is a revolutionary approach to on-line security that completely protects children while still allowing parents unlimited access to the Internet. Safexplorer.com is not a filter product, a site blocker or a proxy server, (whereby sites are filtered out by word association); these are becoming increasingly ineffectual, for example, searches for "toys", "pets", "boys", "girls" and even "Barney" all prompt links to porn sites, among others. Misdirected searches "Push" pornography and e-mail links. Safexplorer.com prevents such special interactive applications or links contained in e-mails so that children cannot find direct access to adult content sites upon opening their e-mail. Safexplorer.com is available on CD and can easily be downloaded onto any PC. Each member of the household has an ID and password which permits each person access to the necessary information as deemed by the parent who is designated as the administrator.

Safexplorer.com features the following:

- Educator approved sites and child safe links - Safexplorer's database has grown to 10,000 sites and currently over 600 sites are being added each week.

- Buddy lists of acceptable e-mail partners for children - any unsolicited e-mail is redirected to the parent's e-mail, thus protecting the child from unsolicited spam and attempts by predators to e-mail the child.

- Desktop security to protect files and software - providing the parents with a program to lock down all executable files on their computer that they do not want the children having access to.

- Stealth monitoring to view attempts to access unsuitable sites – Safexplorer.com not only prevents children from finding unapproved subject matter it also monitors and records all attempts to go to unapproved web pages. Parents can also set automatic daily Internet time limits for each user in the family.

- Disabling keyboard functions to limit children giving out personal information.

- Parents have access to the entire web - while primarily purchased for children's use, Safexplorer.com will become the browser of choice for many parents and seniors alike.

- There is no access to chat rooms – one of the biggest problems on-line today for children. Chat rooms are the ideal place for pedophiles to access young children, with Internet abductions in North America going from 13 in 1996 to over 800 in 1999.

In April 2000 the National Coalition for the Protection of Children and Families hosted the Tech 2000 Shootout Symposium to evaluate the performance and security of products in this business space. Safexplorer.com was the only product of its class to be designated "Very highly recommended."

Safexplorer.com recently featured prominently in an article entitled "Net Menace Mastered" in the Vancouver Province newspaper (page A32, Thursday, August 3, 2000) in the "New Money" section. Safexplorer.com was also featured in the television program VTV Breakfast on VTV on August 7, 2000. More details on Safexplorer.com can be found on their website www.safexplorer.com.

The March 31, 2000 unaudited financial statements of Safexplorer prepared in Canadian dollars reflect that it had assets of $628,481 and liabilities of $855,783. $700,038 of the liabilities are due to a parent company. From the date of incorporation on November 17, 1999 to March 31, 2000 there were no revenues and expenses totalled $242,202.

Under the terms of the Agreement dated August 21, 2000, the Company will acquire a 100% interest in Safexplorer for the following terms and conditions:

e) a payment of Fifty Thousand U.S. Dollars (U.S.$50,000) to @Kids Corporation;

f) the issuance of Twelve Million (12,000,000) common shares of the Company subject to the rules and provisions of the CDNX and/or any other regulatory authority that govern the issuance of the shares;

g) The Company agrees to complete a capital raising of a minimum of Cdn.$3.0 million, the capital raising to be part of the requirement for completion;

h) The Company agrees to arrange interim financing for Safexplorer during September and October 2000 up to a maximum of Cdn.$125,000 for each month, each amount to be paid on September 5th and October 2nd, 2000 respectively;

A sponsor for this transaction has not yet been retained. When a sponsor has been selected a further news release will be made disclosing the identity of the sponsor and any terms and conditions applicable to the sponsorship.

As stated above, the Company has agreed to certain financing arrangements as terms and conditions to be met in conjunction with the acquisition of Safexplorer. The use of proceeds with respect to the amounts concerned are as follows:

- U.S..$50,000 has been paid to @Kids Corporation upon signing of the Agreement. This amount will be used to cover payroll and other costs outstanding for August 2000.

- The Company has agreed to arrange financing of up to Cdn.$125,000 for each of September and October 2000. These amounts will be provided to Safexplorer by way of advances to cover operating costs as agreed necessary by both Safexplorer and the Company.

- The Company has agreed to arrange a unit financing to raise at least Cdn.$3.0 million from the issuance of shares, and a further $3.75 million from the exercise of attached warrants. The use of these proceeds is summarized as follows:

Year 1	Marketing and Advertising	Cdn.$1.75 million	
	Research and Development	Cdn.$0.25 million	
	Working Capital	Cdn.$1.0 million	
			Cdn.$3.0 million
Year 2	Marketing and Advertising	Cdn.$2.25 million	
	Research and Development	Cdn.$0.25 million	
	Working Capital	Cdn.$1.0 million	
			Cdn.$3.5 million

Individuals who directly or indirectly beneficially hold a controlling interest in Safexplorer are Mr. Patrick Earle, of 133 West Osborne Road, North Vancouver, British Columbia, Canada, V7N 2P9. There are no related parties of the Company that have any direct or indirect beneficial interest in the assets, business or property of Safexplorer, and there are no relationships between or among any related parties of the Company and related parties of Safexplorer.

The Principals of the Company following completion of the transaction will be as follows:

Mr. Ian Rozier, B.Sc., M.Sc., P.Eng. is currently a director of the Company. He is currently President and CEO of CVL Resources Ltd. (CVL-CDNX), Chairman of Essex Resource Corporation (ESX-TSE) and President of Chase Resource Corporation (CQS-TSE/CDNX). Mr. Rozier has been active in the business of financing, managing and promoting public companies for over 12 years. Mr. Rozier is a resident of West Vancouver, British Columbia.

Mr. Douglas Hyndman is currently President of the Company. Mr. Hyndman is a partner in the law firm of Kornfeld Mackoff Silber of Vancouver specializing in corporate finance and banking. He is also a director of CVL Resources Ltd., Essex Resource Corporation, and Chase Resource Corporation. Mr. Hyndman is a resident of Vancouver, British Columbia.

Mr. James Robertson, P.Eng., is currently a director of the Company. Mr. Robertson has over 20 years experience in the management of public companies. He is the President of Midas Management Inc., of Vancouver, a company that provides financial, corporate, and technical services. Mr. Robertson is a resident of West Vancouver, British Columbia.

Mr. Patrick Earle, the founder of Safexplorer, holds a Diploma of Technology in Finance, Marketing and Real Estate from the British Columbia Institute of Technology. He was President and CEO of Internet Sports Network ("ISN"), a company that pioneered the development of online sports contests and promotions in North America. Prior to ISN, he was President of DMP Digital Media Productions. Mr. Earle has an extensive knowledge of the development and marketing of Internet businesses having worked with many leading media and online companies including the N.Y. Times and AOL. Mr. Earle is a resident of North Vancouver, British Columbia. Mr. Earle will become a director of the Company.

Mr. Roger Earle holds a B.A. in Economics and Political Science from the University of Toronto. Since 1972, Mr. Earle has been President of Markland Properties Ltd., a real estate development company engaged in the construction and development of office, recreational and multi-family projects in the U.S. and Canada. Mr. Earle is a resident of West Vancouver, British Columbia. Mr. Earle will become a director of the Company.

The Management of the Company is extremely pleased with the proposed acquisition of Safexplorer. In their evaluation of Safexplorer, the Company reviewed competing products and determined that a significant opportunity exists to position Safexplorer.com as a replacement technology for existing mainstream browsers and the Company believes an aggressive marketing plan will capture significant market share for Safexplorer.com in the first year. Management believe that Safexplorer.com is the only fully functional Internet browser that provides a risk free Internet experience, protecting children from on-line predators, pornography, hate literature and unwanted or undesirable e-mail. Its database is fully loaded and intelligently categorized, offering children all the best sites in an easy-to-access format. Management believes that the use of Safexplorer.com will provide peace of mind to parents whilst giving youngster the freedom to surf the Internet alone, without risk to themselves, their families or their computers.

In summary, Management believes Safexplorer.com is the most customizable child protection software available on the market today and considers the proposed acquisition of Safexplorer as an exceptional opportunity for the Company and the shareholders.

-30-

For further information contact:
Mr. Ian Rozier, Director
604/685-6851
www.safexplorer.com

Completion of the transaction is subject to a number of conditions including but not limited to, Exchange acceptance and disinterested shareholder approval. The transaction cannot close until the required shareholder approval is obtained. There can be no assurances that the transaction will be completed as proposed or at all.

Investors are cautioned that, except as disclosed in the Management Information Circular to be prepared in connection with the transaction, any information released or received with respect to the Change of Business may not be accurate or complete and should not be relied upon. Trading in the securities of Sennen Resources Ltd. should be considered highly speculative.

The Canadian Venture Exchange has in no way passed upon the merits of the proposed transaction and has neither approved nor disapproved the contents of this press release.

The Canadian Venture Exchange has not reviewed and does not accept responsibility for the adequacy or accuracy of the contents of this news release