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

BC FORM 53-901.F (Previously Form 27)

SECURITIES ACT

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

Item 1	Reporting Issuer VISIONQUEST ENTERPRISE GROUP INC. (The " Issuer") Suite 805 – 510 West Hastings Street Vancouver, British Columbia, V6B 1L8
Item 2.	Date of Material Change June 6, 2002
Item 3.	Press Release News Release Issued June 10, 2002
Item 4.	Summary of Material Change: Issuer announced issuance and distribution of private placement securities (675,000 Units). See attached copy of June 10, 2002 news release.
Item 5	Full Description of Material Change: Issuer advises that on June 6, 2002, 675,000 Units priced at 15 cents per Unit were issued and distributed pursuant to a $101,250 non-brokered private placement originally announced April 8, 2002. Each Unit consists of 675,000 non-transferable share purchase warrants exercisable @ 20 cents per share up to June 6, 2004. Subsequent to the aforesaid share issuance the Issuer has 10,412,762 common shares issued and outstanding. There was one corporate placee. The proceeds of this financing will be applied primarily towards providing operations and administrative working capital for the Issuer and subsidiary VQ-Speedi Automotive Inc. to market and distribute the Speedi-Bleed brake flushing and bleeding system to the United States military and government agency markets (see news release April 8, 2002). While by its nature, this private placement requires a BC Form 53-901.F material change report under TSX Venture Exchange Policies, the particular private placement working capital financing is not in itself expected to have an immediate substantive effect on the Issuer except to the extent that it is contributory in regard to maintaining the Issuer's development of new business, products and/or services through/in its automotive subsidiary.
Item 6.	Reliance on Section 85(2) of the Act:

	Not Applicable
Item 7.	Omitted Information: Not Applicable
Item 8.	Senior Officers: Gary Ciccozzi, President, of the Issuer, is knowledgeable about the material change and this report. His business telephone is 689-1818 / fax 689-1815
Item 9.	Statement of Senior Officer: The foregoing accurately discloses the material change referred to herein

Dated at Vancouver, British Columbia, the 10th day of June 2002

"Gary W. Ciccozzi"

Gary W. Ciccozzi
President

VISIONQUEST ENTERPRISE GROUP INC.

#805 – 510 West Hastings Street, Vancouver, British Columbia, V6B 1L8
Telephone: (604) 689-1818 / Fax: (604) 689-1815

TSX Venture Exchange Ticker Symbol: VQE
Issue Date: 2002-06-10
News Release No. 02-06A

PRIVATE PLACEMENT SHARE ISSUANCE

VisionQuest Enterprise Group Inc. ("VisionQuest") advises that on June 6, 2002, 675,000 VisionQuest Units priced at 15 cents per Unit were issued and distributed pursuant to a $101,250 non-brokered private placement announced April 8, 2002. Each Unit consists of 675,000 common shares with 675,000 non-transferable share purchase warrants exercisable @ 20 cents per share up to June 6, 2004. Subsequent to the aforesaid share issuance VisionQuest has 10,412,762 common shares issued and outstanding.

"Gary W. Ciccozzi"

President