FORM 51-102F3
MATERIAL CHANGE REPORT

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: January 10, 2006
Item 3.	Press Release News Releases Issued January 16, 2006 and previously on November 29, 2005 Via SEDAR, StockWatch and Market News Publishing,
Item 4.	Summary of Material Change: Issuer causes issuance and distribution of private placement securities (1,000,000 Units) See attached copy of January 16, 2006 and November 29, 2005 press releases.
Item 5	Full Description of Material Change: See appended copy of the January 16, 2006 and November 29, 2005 News Releases (material change described in full therein). While by its nature, this private placement requires a Form 51-102F3 Material Change Report under National Securities Policies, the particular private placement 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 operations in development of new businesses, products and/or services as well as funding through to support development activities for Issuer’s subsidiaries.
Item 6.	Reliance on subsection 7.1(2) or (3) of National Instrument 51-102: 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/ e-mail: gwciccozzi@vqe-group.com
Item 9.	Date of Report: January 17, 2006

“Gary W. Ciccozzi”
President

VisionQuest Enterprise Group Inc.

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Trading TSX Venture Exchange … Symbol: **VQE**

NEWS RELEASE
Issue Date: 2006-01-16
No. 06-1A

SHARE ISSUANCE TO CLEAR POWER CORPORATION

VisionQuest Enterprise Group Inc. ("VisionQuest") advises that on January 10, 2006 1,000,000 VisionQuest Units priced at 10 cents per Unit were issued and distributed pursuant to a $100,000 non-brokered private placement accepted for filing by the TSX Venture Exchange January 6, 2006. Each Unit consists of 1,000,000 common shares priced at 10 cents per share with 1,000,000 non-transferable share purchase warrants exercisable @ 10 cents per share up to January 10, 2008. The common shares issued and any shares issued on exercise of the warrants are subject to a hold period expiring May 11, 2006. There were no finder's fees payable on the proceeds. **As a result of the aforesaid share issuance, VisionQuest now has 13,574,056 common shares issued and outstanding on a non-diluted basis.**

As previously announced, the single corporate placee for this private placement is Clear Power Corporation ("Clear Power"). The president, director and principal shareholder of Alberta-based Clear Power is Mr. Stephan Venczel who is also the director of operations for VisionQuest wholly owned subsidiary, Clear Wind of Canada Corporation ("Clear Wind"). Clear Wind is the corporate embodiment of a profit sharing strategic joint venture alliance for Canada, to develop and commercially exploit the benefits of Clear Power's revolutionary wind power generation systems technology. As a result of this private placement, Clear Power becomes a significant shareholder in VisionQuest, further solidifying the alternative energy partnering relationship.

It is expected that commencing in the coming months, as the circumstances become more opportune in terms of market pricing, VisionQuest will re-embark on a series of public company private equity placements, or alternatively, flow-through, VCC, or prospectus equity financings to support operations and development funding for/through to VisionQuest subsidiary, Clear Wind, as Clear Wind and venture partner Clear Power advance toward the threshold of changing the course of sustainable alternative energy in Canada with application of Clear Power's innovative Kinetic Energy Enhancement Wind Energy Systems.

"Gary W. Ciccozzi"

President

THE TSX VENTURE EXCHANGE HAS NOT REVIEWED AND DOES NOT ACCEPT RESPONSIBILITY FOR THE ADEQUACY OR ACCURACY OF THIS NEWS RELEASE.

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NEWS RELEASE
Issue Date: 2005-11-29
No. 05-11A

PRIVATE PLACEMENT

VisionQuest Enterprise Group Inc. ("VisionQuest") advises that it has arranged a non-brokered private placement consisting of 1,000,000 common shares priced at 10 cents per share, with 1,000,000 two year non-transferable share purchase warrants exercisable at 10 cents per share. There will be one corporate placee. The common shares and warrants issued from this financing will be subject to a four-month resale restriction from the date of share issuance.

The majority of the $100,000 proceeds from this transaction will be applied to reduction of VisionQuest current debt and trade payables. Amounts not applied to payables and debt reduction will be used to supplement general working capital. There are no finder's fees payable for this transaction. This transaction is subject to regulatory acceptance.

The single corporate placee for this private placement is Clear Power Corporation. The president, director and principal shareholder of Alberta-based Clear Power Corporation ("Clear Power") is Mr. Stephan Venczel who is also the director of operations for VisionQuest wholly owned subsidiary, Clear Wind of Canada Corporation ("Clear Wind"). Mr. Venczel is not currently a corporate officer or a director of VisionQuest or any VisionQuest subsidiary. In October of 2003, VisionQuest entered into agreements with Clear Power to strategically combine resources in an exclusive profit sharing joint venture for Canada, to develop and commercially exploit the benefits of Clear Power's revolutionary wind power generation systems technology, specifically over traditional propeller wind power systems and generally as a natural, efficient, renewable, non-depletable alternative to fossil fuels. Clear Wind is wholly owned and financed by the VisionQuest Group, but licensed and operated by Clear Power. Subsequent to completion of this private placement, Clear Power Corporation will own less than 10% of the outstanding shares of VisionQuest but will become the second largest known single shareholder of VisionQuest after VisionQuest's current president.

"Gary W. Ciccozzi"

President

THE TSX VENTURE EXCHANGE HAS NOT REVIEWED AND DOES NOT ACCEPT RESPONSIBILITY FOR THE ADEQUACY OR ACCURACY OF THIS NEWS RELEASE.

Certain information contained in this press release may be forward looking and is subject to unknown risks, which could cause actual results to differ materially from those set forth or implied herein. Although VisionQuest believes that the expectations reflected in such forward looking statements are reasonable, it can give no assurance that such expectations will prove correct.