Alberta - Form 27
British Columbia, Form 53-901F

MATERIAL CHANGE REPORT

UNDER SECTION 118(1) OF THE SECURITIES ACT (ALBERTA) AND SECTION 85(1) OF THE SECURITIES ACT (BRITISH COLUMBIA)

ITEM 1 **REPORTING ISSUER**

INTERACTIVE EXPLORATION INC.
(the "Company")
1150 – 355 Burrard St.
Vancouver, BC V6C 2G8

ITEM 2 **DATE OF MATERIAL CHANGE**

September 24, 2003

ITEM 3 **PRESS RELEASE**

Issued September 24,2003 at Vancouver, BC

ITEM 4 **SUMMARY OF MATERIAL CHANGE**

Company closes private placement of 1,000,000 units at a price of $0.075 per unit.

ITEM 5 **FULL DESCRIPTION OF MATERIAL CHANGE**

See attached Schedule "A"..

ITEM 6 **RELIANCE ON SECTION 85(2) OF THE ACT**

This report is not being filed on a confidential basis.

ITEM 7 **OMITTED INFORMATION**

There are no significant facts required to be disclosed herein which have been omitted.

ITEM 8 **DIRECTOR/SENIOR OFFICER**

Contact: Leonard J. Harris
Telephone: (604) 669-6807

ITEM 9 **STATEMENT OF SENIOR OFFICER/DIRECTOR**

The foregoing accurately discloses the material change referred to herein**.**

DATED at Vancouver, BC this 24th day of September 2004.

"Leonard J. Harris"

Leonard J. Harris
President

Schedule A

September 24,2003

The Company has now closed its recently announced private placement of 1,000,000 Units at the price of $0.075 per Unit. Each Unit is comprised of one common share and one-half of a transferable share purchase warrant. All of the shares, warrants and any shares issued upon exercise of the warrants are subject to a hold period and may not be traded in British Columbia until January 24, 2004 except as permitted by the *Securities Act* (British Columbia) and the Rules made thereunder and the TSX Venture Exchange.

News Release Required under
Section 111 of the British Columbia Securities Act
<u>and Section 141 of the Alberta Securities Act</u>

Leonard J. Harris of Vancouver, British Columbia reports the purchase of 250,000 units of the Company at a price of $0.075 per unit. Each unit is comprised of one common share and one half of a non-transferable share purchase warrant. One whole warrant is exercisable for the purchase of one additional common share at a price of $0.10 per share for a period of one year from closing. Mr. Harris acquired the units for investment purposes. Mr. Harris owned 814,016 common shares of the Company prior to this transaction as well as 100,000 non-transferable share purchase warrants with each warrant exercisable for the purchase of one additional common share at a price of $0.35 per share up to May 1, 2004, 140,000 non-transferable share purchase warrants with each warrant exercisable for the purchase of one additional common share at a price of $0.25 per share up to December 18, 2003, incentive options for the purchase of up to 325,000 shares at a price of $0.10 per share up to September 23, 2008. The 1,064,016 common shares, 365,000 warrants and 325,000 options represent 24.18% of the issued capital of the Company assuming the warrants and options were exercised. Mr. Harris does not have any present intention to acquire ownership of or control over additional securities of the Company.

Contacting Leonard J. Harris at 604-669-6807 may obtain a copy of the Report filed pursuant to the above-captioned provisions of the applicable Securities Acts.

Incentive Options
The Company also wishes to announce all existing incentive options have been cancelled and a total of 636,000 new incentive options have been granted to the Company's directors, officers, employees and consultants. The options are exercisable at the purchase price of $0.10 per share for a five year period. All shares acquired on the exercise of options are subject to a four month hold period commencing on the grant date and 25% of the options vest on the date of granting and 12-1/2% vest each three months thereafter. Options granted to insiders are subject to disinterested shareholder approval.