

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*

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

SECURITIES ACT

MATERIAL CHANGE REPORT

NOTE: This form is intended as a guideline. A letter or other document may be used if the substantive requirements of this form are complied with.

NOTE: If this report is filed on a confidential basis, put at the beginning of the report in block capitals "CONFIDENTIAL – SECTION 85", and file in an envelope marked "Confidential – Attention: Supervisor, Financial Reporting".

Item 1 **REPORTING ISSUER**

First Echelon Ventures
14th Floor – 400 Burrard Street
Vancouver, B.C. V6C 3G2

Item 2 **DATE OF MATERIAL CHANGE**

March 25 & 26, 2003

Item 3 **PRESS RELEASE**

Pursuant to Section 85(1) of the Act a press release was issued on March 25 & 26, 2003 and distributed through Vancouver Stockwatch and Market News. The press release was filed with the TSX Venture Exchange, the British Columbia Securities Commission and Alberta Securities Commission via SEDAR.

Item 4 **SUMMARY OF MATERIAL CHANGE**

The Company relinquishes its right in the Morton Project. Mr. Craig Schneider resigns as a director and Mr. Benjamin Ainsworth is appointed a director.

Item 5**FULL DESCRIPTION OF MATERIAL CHANGE**

March 25, 2003 - The Company reported on February 3, 2003 that MTARRI Inc., operator of the Morton oil Project, had given the Company until March 15, 2003 to commit to move forward with the Morton Oil Project. The Company evaluated all of its options and MTARRI's proposal for going forward and has decided to relinquish its right, title and interest in the project. In addition, Craig Schneider has resigned as a director. The Company wishes to thank Mr. Schneider for his service to the Company.

The Company is currently evaluating other projects and is in advanced negotiations at this time.

March 26, 2003 - The Company is pleased to announce that Mr. Benjamin Ainsworth, MA (Oxon), FGS, PEng. will be joining the board of directors and taking on the role as VP of Exploration. Ben Ainsworth earned an honors degree in Geology at Oxford in 1962. Notably Mr. Ainsworth was a former Senior Geologist with Placer Development. Some career highlights while with Placer Developments include positions as: Chief Geochemist; Exploration Manager for Eastern Canada; Exploration Manager – Chile; President of Placer Chile S.A. de C.V. He joined Placer in 1965 after working in base metal exploration in Eire and completing service as a Development Geologist with the Ghana Geological Survey in West Africa. In the 21 years with Placer, he carried out mineral exploration work in Canada and throughout the world. Mr. Ainsworth played a role in the 1972 world class Howard's Pass Lead & Zinc deposit discovery in Northern Canada. His consulting company Ainsworth-Jenkins Holdings Inc was formed in 1986, and worked with New Canamin in 1991 to 1994 to bring about the reactivation of the Huckleberry porphyry copper/gold project. His company was also responsible for the 1995 exploration program that led to the discovery of the first reported marine alluvial diamonds in the territorial waters of Sierra Leone, West Africa. In 1972, he registered as a Professional Engineer in the Province of British Columbia.

"Mr. Ainsworth comes to First Echelon highly recommended. I am very excited to add a Director of Mr. Ainsworth's Caliber to our Board, and truly look forward to utilizing his tremendous experience for the future growth of our company." Stated Stephen Stanley.

Item 6**RELIANCE OF SECTION 85(2) OF THE ACT**

N/A

Item 7 OMITTED INFORMATION

There has been no information omitted.

Item 8 SENIOR OFFICERS

To obtain further information, contact Stephen Stanley, President at (604) 643-1722.

Item 9 STATEMENT OF SENIOR OFFICER

The foregoing accurately discloses the material change referred to herein.

DATED at Vancouver, this 31st day of March, 2003.

Signature: "Stephen Stanley"

Name: STEPHEN STANLEY

Title: PRESIDENT
 (must be a senior officer)