Form 51-102F3

MATERIAL CHANGE REPORT

ITEM 1 **REPORTING ISSUER**

CONSOLIDATED GULFSIDE RESOURCES LTD.
(the "Company")
1102 – 475 Howe Street
Vancouver, BC V6C 2B3

ITEM 2 **DATE OF MATERIAL CHANGE**

June 1, 2006

ITEM 3 PRESS RELEASES

Issued June 1, 2006 at Vancouver, BC

ITEM 4 **SUMMARY OF MATERIAL CHANGE**

Directors have negotiated the acquisition, by Letter of Intent, of a 100% interest in three coal leases located in central Tsaidam province in Mongolia

ITEM 5 **FULL DESCRIPTION OF MATERIAL CHANGE**

Directors have negotiated the acquisition, by Letter of Intent, of a 100% interest in three coal leases located in central Tsaidam province in Mongolia. The property is 115km southeast of the capital Ulan Bator. The area is crossed by two railway spur lines and a high voltage power line and has previous approval for an open pit mine.

The Leases cover 5477 hectares and are estimated to contain in excess of 1.9 billion tons of coal in all reserve categories. This estimate is from Russian records which include the results of over 20 drill holes but is not 43-101 compliant. The Company anticipates a program of confirmation and development of the coal reserves, including the completion of a 43-101 report, following an initial due diligence inspection of the property and legal records.

The proposed deal entails cash payments, share issues, a royalty and a finders fee, all subject to TSX Venture Exchange approvals. More details will be released later.

The Company is also pleased to announce the acquisition, by Option to Purchase, of a 100% interest in three lease parcels located in SW Mongolia at Gobi Altai, in north central Mongolia at Erdenet, Mongolia's 3rd largest city and in NE Mongolia at Khentii. The total land package is 698,000 hectares and covers areas of known mineral occurrences from extensive surface prospecting undertaken during the Russian mineral exploration era. These grassroots leases are located within the right regional tectonic framework and local geological settings to produce significant mineral discoveries. Targets are the same tectonic setting as the large Erdenet copper/molybdenum, reported to contain 1.72B Tonnes @ 0.62% Cu & 0.025% Mo and also the Oyu Tolgoi (Ivanhoe) copper and gold deposits, with 1.15B Tonnes @ 1.3% Cu & 0.47g/T Au reported.. State of the art generative techniques for locating blind porphyry copper and gold and epithermal gold deposits will be used in the exploration program which is in the planning stage for early implementation.

The consideration for this package is cash payments, share issues, a minimum exploration expenditure and a royalty, all subject to TSX Venture Exchange approval. Full details will be released later.

Mongolia is on Asia's door step with not only China but all of Asia and the Indian subcontinent demanding increased supplies of raw materials as these countries strive to achieve "Western" style economic status. China is reportedly planning to build as many as sixty 400-megawatt power plants yearly over the next decade. Most of these plants will burn coal. There are over eight hundred million 'baby boomers' in Asia all looking for a better lifestyle which includes emulating a Western style culture demanding enormous energy requirements for their growing economies.

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 EXECUTIVE OFFICER

Robert Card, President at (604) 687-7828

ITEM 9 DATE OF REPORT

June 1, 2006

CONSOLIDATED GULFSIDE RESOURCES LTD.

"Robert L. Card"

Robert L. Card
President