

FORM 51-102F3
MATERIAL CHANGE REPORT

Filed pursuant to: National Instrument 51-102
Section 85 (1) of the *Securities Act* (British Columbia)
Section 146 (1) of the *Securities Act* (Alberta)

Item 1.	<u>Name and Address of Company</u>
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STARFIRE MINERALS INC.
#520 – 355 Burrard Street
Vancouver, B.C. V6C 2G8

Telephone: (604) 669-5642

Item 2. Date of Material Change

December 12, 2005

Item 3. News Release

A News Release dated and issued December 12, 2005 at Vancouver, British Columbia, through Canada Stockwatch, Market News and SEDAR.

Item 4. Summary of Material Change

See news release, a copy of which is attached hereto.

Item 5. Full Description of Material Change

See news release, a copy of which is attached hereto.

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

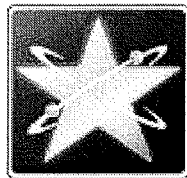
Dan Mosher, President
Telephone: (604) 669-5642

Item 9. Date of Report

December 12, 2005

"Boyce Butler"

SIGNED: _____
Boyce Butler, Director



STARFIRE
MINERALS INC.

STARFIRE MINERALS INC.
520 – 355 BURRARD STREET
VANCOUVER, B.C.
V6C 2G8

Telephone: 604.669.5642
Facsimile: 604.687.6714

TSXV: SFR

December 12, 2005

NEWS RELEASE

**STARFIRE MINERALS RECEIVES 43-101 REPORT AND
RESULTS OF AIRBORNE SURVEY FOR CROSS STRUCTURE PROPERTY**

Starfire Minerals Inc. (TSXV: SFR) has received and posted on SEDAR the 43-101 report for its Cross Structure Property in Havre St. Pierre, Quebec. The report includes a summary of the past works on the property whereby an existing resource was discussed. The report also includes a review of the 2005 field program and the recently released airborne radiometric survey data and a proposed budget for the 2006 fieldwork season.

The Cross-Structure property is located in the Middle North-Shore region, immediately north of Highway 138 about 1000 km northeast of Montreal, 20 km west of Aguanish and can be accessed by all terrain vehicles.

Previous geological works (1970s) on the mineralized structure revealed equivalent uranium scintillometer measurements up to 0.5 lbs U per ton. A preliminary mineralized volume calculation on what is known as the **X-NW Zone** revealed 12,000,000 tons to a depth of 400 m. The **Y-Z Zone** to the immediate southeast of the X-NW Zone during the same program showed an estimate of 2,000,000 tons at 0.5 lbs U per ton (these calculations are not 43-101 compliant).

2005 EXPLORATION PROGRAM

The 2005 exploration program on the property successfully mapped and sampled the known main U-bearing pegmatite dyke that trends northeast crosscutting the granite gneiss host rock. Fieldwork suggests two phases of pegmatite dykes exist on the property; the first is medium grained, conformable and carries low uranium and higher thorium; the second phase is shown as a discordant medium grained pegmatite dyke 1.4 km long and up to five meters wide and carries up to 0.42 lbs per ton uranium and higher values of thorium. The host rock is not mineralized. Unexpected gold values are distributed in both pegmatite phases up to 0.62 g/tonne. The continuity of 1.4 km of mineralized rock provides Starfire Minerals with an easily identifiable target with high tonnage potential.

The distribution of gold in the pegmatite of up to 0.62 g/ton is not correlative with either uranium or thorium and is as high in the concordant pegmatite dykes as in the crosscutting U-bearing pegmatite dykes. Gold may occur as free native grains and does not appear to be associated with sulphides.

Starfire's property is immediately adjacent to the Doran uranium property. A press release by Entourage Mining Ltd., from November 22, 2005 describes exploration works conducted during the 1970's, on the Doran property (prior NI 43-101 requirements), where outcrops with grades of six to ten pounds of U308 were discovered. Diamond drill core from three short holes in 1977 assayed chemically 6.4, 6.4 and 9.6 pounds uranium per ton. In 2005 Entourage Mining Ltd. conducted an extensive surface exploration program on the property with positive results returning from 3ppm U to greater than 2,000 ppm U including one sample that assayed 3,300 ppm or 3.3 kilograms per metric tonne. The Cross Structure property is surrounded by other properties being explored for precious metals and uranium.

AIRBORNE RADIOMETRIC SURVEY

The airborne radiometric survey conducted in October on the Cross Structure has been received and shows very encouraging results. Figure 1 below shows many small and large relatively intense anomalies.

The most prominent anomaly trends north and is located in the south central portion of the property on the eastern limb of the Aguanish anticlinorium. The radiometric anomaly (radioactive material) is 6 km long and at least 500 m wide and could correspond to a pegmatite that returned relatively high uranium and thorium. Part of this radiometric anomaly coincides with a major aeromagnetic anomaly. The suspected magnetite content within the uranium bearing rocks would greatly add in identifying the uranium rich areas within the next phase of exploration as the magnetite is easily detected by magnetic surveys.

Another smaller but intense anomaly is located in the northwest portion of the property immediately west of the plunging hinge of the anticlinorium. It is related to a uranium occurrence already described by Kish (1993) and provides an excellent prospecting target. Further to the southeast, a small elongated anomaly is located in the hinge of the anticline in a gneissic geological context. Smaller more circumscribed anomalies, 1 to 2 kilometers across are located in the northeast and southwest corners of the property in a gneissic and pegmatitic context, and are also prospecting targets.

Finally, a northeast-trending anomaly, several kilometers long is located immediately north of an anomalous depression on longitude 544000 m West in the southern portion of the property and possibly related to a uranium-bearing major pegmatite dyke crosscutting the anticline phase I tectonic fabric. This also constitutes a prospecting target with high potential considering the presence immediately to the south of the X-NW Zone, a northeast-trending uranium-bearing pegmatite dyke described in previous works (see above).

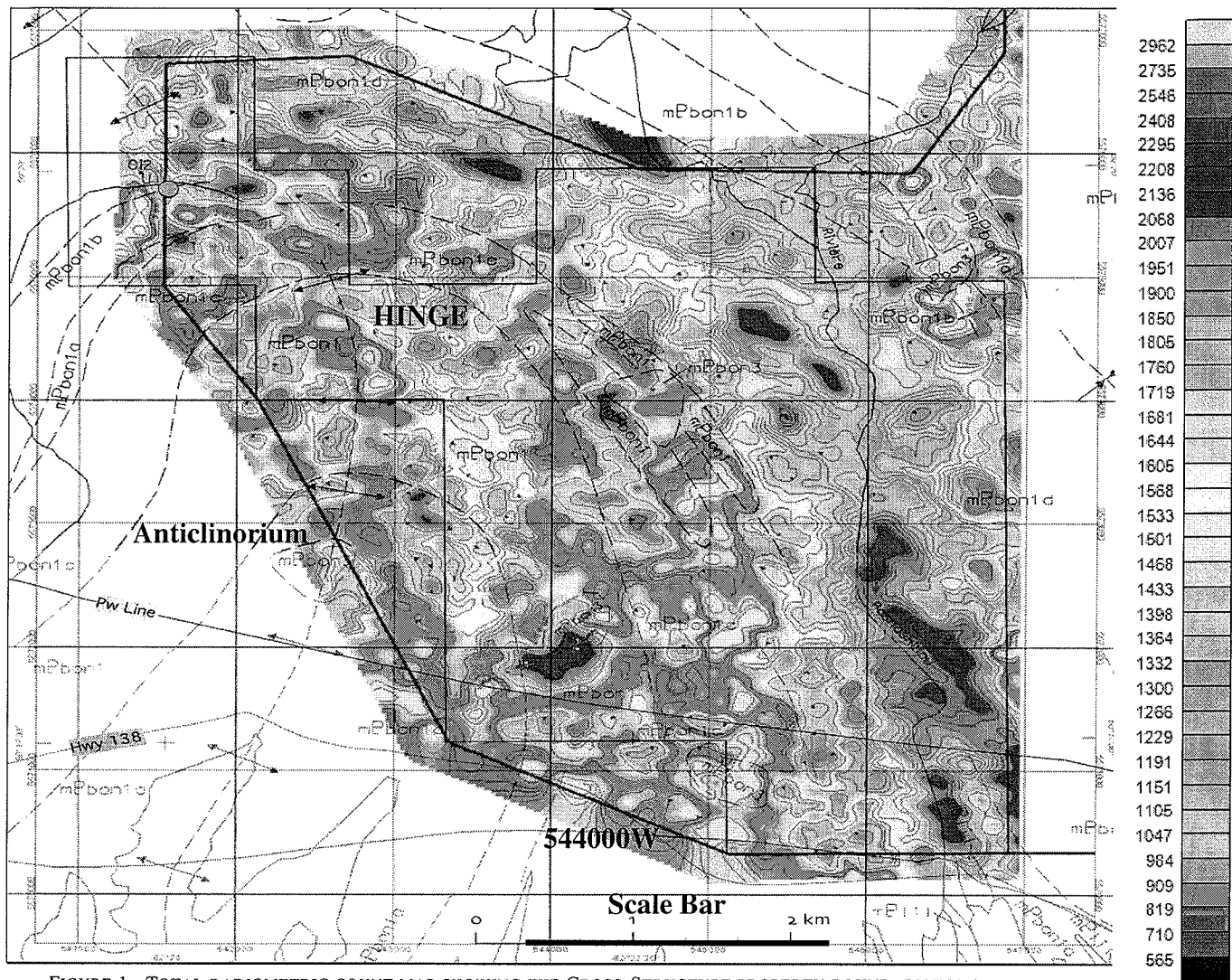


FIGURE 1: TOTAL RADIOMETRIC COUNT MAP SHOWING THE CROSS-STRUCTURE PROPERTY BOUNDARY IN RED. URANIUM OCCURRENCE DENOTED AS ORANGE DOT IN THE NORTHWEST CORNER. MAJOR RADIOMETRIC ANOMALY DENOTED IN PINK. TREND IS TO THE SOUTH AND PARALLEL THE EASTERN LIMB OF THE AGUANISH ANTICLINORIUM. OTHER ANOMALOUS MORE CIRCUMSCRIBED ZONES ARE LOCATED NEAR THE URANIUM OCCURRENCE TO THE NORTHWEST AND IN THE NORTHEASTERN CORNER OF THE PROPERTY. (FROM 43-101 REPORT BY A. CIESIELSKI)

2006 EXPLORATION PROGRAM

A 2006 exploration program would include constructing cut grids to carry out geological mapping, prospecting, ground radiometric measurements and grab sampling over the entire Cross-Structure property. Soil geochemistry is recommended over the areas of interest and prospective ground identified by the 2005 airborne survey to define new uranium and gold targets. In those mineralized areas defined during the 2005 fieldwork detailed mapping of the pegmatite dyke is recommended in order to outline the possible northeastern extension of the dyke or any parallel dykes that might exist. Following mapping stripping of soils, blasting and detail sampling on all segments of the dyke is recommended to establish targets for drilling.

The large area of radioactive material delineated in the airborne survey was confirmed by surface rock sampling and indicates the presence of uranium over large areas of the property. The confirmation of radioactive anomalous areas extending over several kilometers in length has prompted the company and the project geologist to recommend a \$600,000 exploration program for 2006.

This press release was reviewed and verified by A. Ciesielski, PhD, P.Geo., the qualified person (QP) experienced in uranium exploration who authored the 43-101 report on the Cross Structure property.

Starfire Minerals Inc. is an exploration company with 3 uranium properties, 2 in Quebec, 1 in Ontario, in addition to several precious and base metal properties near Timmins, Ontario. The Cross Structure property is the second qualifying uranium property for the company.

ON BEHALF OF THE BOARD OF DIRECTORS OF

STARFIRE MINERALS INC.

“Freeman Smith”

Freeman Smith, Director

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