

LANDOVER ENERGY INC.
2000, 335 - 8th Avenue S.W.
Calgary, Alberta
T2P 1C9

September 14, 2000

ALBERTA SECURITIES COMMISSION
4th Floor, 300 - 5th Avenue S.W.
Calgary, AB T2P 3C4

THE CANADIAN VENTURE EXCHANGE INC.
10th floor, 300 - 5 Avenue SW
Calgary, AB T2P 3C4

Attention: Market Surveillance/Continuous Disclosure Attention: Filings

BRITISH COLUMBIA SECURITIES COMMISSION
200, 865 Hornby Street
Vancouver, B.C. V6Z 2H4

Re: Landover Energy Inc.
MATERIAL CHANGE REPORT UNDER SECTION 118 OF THE *SECURITIES ACT*
(ALBERTA)

This letter is intended as a statement setting forth certain matters that may be a material change in the affairs of Landover Energy Inc. (the "Corporation"). For convenience, this letter is itemized in the same manner as Form 27 of the *Securities Act* (Alberta). Concurrent with this filing, this letter is being filed with the Canadian Venture Exchange.

Item 1 - Reporting Issuer

Landover Energy Inc.
2000, 335 - 8th Avenue S.W.
Calgary, Alberta
T2P 1C9

Item 2 - Dates of Material Changes

The material change occurred September 7, 2000.

Item 3 - Publication of Material Changes

A Press Release concerning the material change was issued on September 8, 2000 by CCN Disclosure.

Item 4 - Summary of Material Changes

Landover Energy Inc. announced that it has closed the acquisition of all of the issued and outstanding shares of Frobisher Petroleums Ltd. for \$4,500,000 cash.

Item 5 - Full Description of Material Changes

Landover Energy Inc. announced that it has closed the acquisition of all of the issued and outstanding shares of Frobisher Petroleums Ltd. for \$4,500,000 cash.

At closing Frobisher had \$700,000 cash and 350,000 BOE proved plus probable oil and gas reserves (322,000 BOE proved producing) and is producing at 235 BOE/D. The cost per producing BOE is \$16,000. The acquisition was funded by a draw down on Landover's bank line of credit together with working capital.

Item 6 - Reliance on Section 118(2) of the Securities Act (Alberta)

N/A

Item 7 - Senior Officer

The name of a Senior Officer of the Corporation who is knowledgeable about the material changes and who can be contacted by the Commission is:

KEVIN R. BAKER, Q.C., Chairman of the Board

2000, 335 - 8th Avenue S.W.

Calgary, Alberta

T2P 1C9

Phone: (403) 294-0600

Fax: (403) 269-1715

The foregoing accurately discloses the material changes referred to herein.

DATED this 14 day of September, 2000.

Yours truly,

LANDOVER ENERGY INC.

Per: “Signed”

Kevin R. Baker,

Chairman of the Board and Chief Executive Officer