

FORM 51-102F3

Material Change Report

ITEM 1. NAME AND ADDRESS OF COMPANY

Archer Petroleum Corp. (the "Company")
880 – 609 Granville Street
Vancouver, BC V7Y 1G5

ITEM 2. DATE OF MATERIAL CHANGE

May 31, 2011

ITEM 3. NEWS RELEASE

The Company filed a news release on June 1, 2011, with the TSX Venture Exchange and the British Columbia, and Alberta Securities Commissions on SEDAR. The Company disseminated the news release through Stockwatch.

ITEM 4. SUMMARY OF MATERIAL CHANGE

The Company together with its partners in the Matagorda Bay prospect has acquired the State of Texas Lease covering the South one-half of Block 150 Matagorda Bay totalling 320 gross acres, the Company's proportional share of the cost for these leases being approximately \$20,000 USD.

ITEM 5.1 FULL DESCRIPTION OF MATERIAL CHANGE

For a full description of the material change, see Schedule "A".

ITEM 5.2 DISCLOSURE FOR RESTRUCTURING TRANSACTIONS

Not applicable.

ITEM 6. RELIANCE ON SUBSECTION 7.1(2) OF NATIONAL INSTRUMENT 51-102

Not applicable.

ITEM 7. OMITTED INFORMATION

No information has been omitted on the basis that it is confidential information.

ITEM 8. EXECUTIVE OFFICER

Contact: Colin Bowkett, President of the Issuer, at 604-683- 7588.

ITEM 9. DATE OF REPORT

DATED June 1, 2011



FOR IMMEDIATE RELEASE

TSX.V: ARK

Archer Petroleum increases acreage position in Matagorda Bay, Texas prospect

Vancouver, British Columbia, Canada (May 31, 2011) – Archer Petroleum Corp (TSX.V: ARK), (the "Company"), is pleased to announce that, together with its partners in the Matagorda Bay prospect, the Company has acquired the State of Texas Lease covering the South one-half of Block 150 Matagorda Bay totalling 320 gross acres, the Company's proportional share of the cost for these leases being approximately \$20,000 USD.

Claude Perrier, CEO states: "The acquisition of these important additional leases allows Archer to expand its Matagorda Bay acreage position and help insure full development of this important asset."

About Archer Petroleum:

Archer Petroleum Corp. is an independent oil and gas company focused on exploration and development in North America. Archer's assets include properties in Matagorda Bay including Blocks 127, 150 and 151 and in the Western Canadian Sedimentary Basin of Alberta. The Company's shares are listed on the TSX Venture Exchange under the symbol "ARK" and the DB Frankfurt exchange under "A6VA". Further information on Archer can be found on the company's website at www.archerpetroleum.com.

Neither the TSX Venture Exchange nor its Regulation Services Provider (as that term is defined in the policies of the TSX Venture Exchange) accepts responsibility for the adequacy or accuracy of this news release.

ON BEHALF OF ARCHER PETROLEUM CORP.

"Colin Bowkett"

President

For further information contact:

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Although Archer believes that the expectations and assumptions on which the forward-looking statements are based are reasonable, undue reliance should not be placed on the forward-looking statements because Archer can give no assurance that they will prove to be correct. Since forward looking statements address future events and conditions, by their very nature they involve inherent risks and uncertainties. Actual results could differ materially from those currently anticipated due to a number of factors and risks. These include, but are not limited to, the failure to obtain necessary regulatory approvals, risks associated with the oil and gas industry in general (e.g., operational risks in development, exploration and production; delays or changes in plans with respect to exploration or development projects or capital expenditures; the uncertainty of reserve estimates; the uncertainty of estimates and projections relating to production, costs and expenses, and health, safety and environmental risks), and commodity price, interest rate and exchange rate fluctuations. The forward-looking statements contained in this document are made as of the date hereof and Archer undertakes no obligation to update publicly or revise any forward-looking statements or information, whether as a result of new information, future events or otherwise, unless so required by applicable securities laws.