This is the form of material change report required under Section 85(1) of the Securities Act of British Columbia.

FORM 53-901F

SECURITIES ACT

MATERIAL CHANGE REPORT UNDER SECTION 85(1) OF THE ACT.

1. **REPORTING ISSUER**

   Hellix Ventures Inc.
   Telephone : 604-683-6616
   Fax : 604-684-4407

2. **DATE OF THE MATERIAL CHANGE**

   December 15, 2005

3. **PRESS RELEASE**

   A News Release dated December 15, 2005, and issued in Vancouver, British Columbia was disseminated through the Canada Stockwatch, and Market News Publishing.

4. **SUMMARY OF MATERIAL CHANGE**

   See attached Hellix Ventures Inc. News Release dated for reference December 15, 2005.

5. **FULL DESCRIPTION OF MATERIAL CHANGE**

   Refer to attached copy of December 15, 2005 press release for full particulars.

6. **RELIANCE ON SECTION 85(2) OF THE ACT**

   Not Applicable

7. **OMITTED INFORMATION**

   Not Applicable

8. **SENIOR OFFICER**

   Fran Underhill, President

9. **STATEMENT OF SENIOR OFFICER**

   The foregoing accurately discloses the material change referred to herein.

DATED at Vancouver, British Columbia this December 15, 2005.

Yours truly,

Hellix Ventures Inc.

Per: *"Frank Underhill"*

Frank Underhill, Director

HELLIX VENTURES INC.
Suite 125A – 1030 Denman St.
Vancouver, British Columbia V6G 2M6
Phone No. (604) 683-6616
Fax (604) 684-4407
www.hellixventures.com
Email: info@hellixventures.com

December 15, 2005

TRADING SYMBOLS:
HEL-TSX-V Common Shares / **HEL.WT** Warrant

ADVANCED NEGOTIATIONS WITH S. AMERICAN PRODUCER / DIRECTOR RESIGNS

NEWS RELEASE

HELLIX VENTURES INC. The Company has entered into advanced negotiations in respect of its La Dura, Mexico, property (described in the Company's September 15 2005 press release). The other party is a privately held company with several producing mines in the South American region.

Mr. Steven Feldman, has resigned as Director of the Company in order to pursue other opportunities, we wish him the best in his future endeavours.

Hellix continues to pursue other drilling opportunities in oil and gas, as well as continuing to advance the La Dura gold and silver property in Durango, Mexico.

Hellix Ventures is engaged in the identification, acquisition, exploration and development of gold and silver properties. Hellix has no debt, is financially sound. All transactions stated or referred to herein are expressly subject to TSX Venture Exchange approval as well as all other applicable regulatory approvals.

ON BEHALF OF THE BOARD OF DIRECTORS
HELLIX VENTURES INC.

Per: *Frank Underhill*
Frank Underhill, *President*