Form 51-102F3
Material Change Report

PART 1 CONTENT OF MATERIAL CHANGE REPORT

Item 1 Name and Address of Company

State the full name of your company and the address of its principal office in Canada.

Vision 2000 Exploration Ltd.
Suite 730, 138 - 4th Avenue S.W.
Calgary, Alberta
T2G 4Z6

Item 2 Date of Material Change

State the date of the material change.

April 1, 2008

Item 3 News Release

State the date and method(s) of dissemination of the news release issued under section 7.1 of National Instrument 51-102.

The press release was issued at Calgary, Alberta by CCN Matthews on April 1, 2008.

Item 4 Summary of Material Change

The Corporation has entered into a transaction agreement with Yoho Resources Inc. ("Yoho") (TSXV: YO) pursuant to which Yoho has agreed to make an offer to purchase all of the issued and outstanding common shares of the Corporation pursuant to a take-over bid.

Item 5 Full Description of Material Change

The Corporation has entered into a transaction agreement with Yoho Resources Inc. ("Yoho") (TSXV: YO) pursuant to which Yoho has agreed to make an offer to purchase all of the issued and outstanding common shares of the Corporation pursuant to a take-over bid. The transaction agreement provides that Yoho will offer all Vision shareholders $0.65 in cash or 0.24 common shares of Yoho per common share of Vision, subject to maximum aggregate cash consideration of $3,000,000 (the “Offer”). The closing price of Yoho common shares as at April 1, 2008 on the TSX Venture Exchange was $2.70.

The Offer is conditional upon Yoho acquiring at least 66 2/3% of the outstanding Vision common shares calculated on a fully diluted basis and is subject to other customary conditions.

The transaction agreement provides that each of Vision and Yoho will pay a break fee in certain circumstances if the proposed transaction is not completed. Vision has agreed not to solicit further offers or initiate discussions or negotiations with any third party concerning the sale of Vision, subject to the fiduciary obligation to respond to superior proposals, which Yoho has the right to match.

In connection with the Offer, all directors and officers of Vision, representing approximately 39% of the issued and outstanding common shares have entered into support agreements with Yoho pursuant to which they have agreed to tender all of their common shares to the Offer.

Item 6 Reliance on subsection 7.1(2) or (3) of National Instrument 51-102

If this Report is being filed on a confidential basis in reliance on subsection 7.1(2) or (3) of National Instrument 51-102, state the reasons for such reliance.

Not Applicable.

INSTRUCTION

Refer to subsections 7.1 (4), (5), (6) and (7) of National Instrument 51-102 concerning continuing obligations in respect of reports filed under subsection 7.1(2) or (3) of National Instrument 51-102.

Item 7 Omitted Information

State whether any information has been omitted on the basis that it is confidential information.

None.

Item 8 Executive Officer

Give the name and business telephone number of an executive officer of your company who is knowledgeable about the material change and the Report, or the name of an officer through whom such executive officer may be contacted.

David Conklin, President
(403)294-1177

Item 9 Date of Report

April 1, 2008.