FORM 53-901 F
(Previously Form 27)

Securities Act

MATERIAL CHANGE REPORT

1. *REPORTING ISSUER*

First Step Ventures Corporation (the “Company”)
501 – 675 West Hastings Street
Vancouver, B.C.
V6B 1N2

2. DATE OF MATERIAL CHANGE

September 24, 2002

3. *PRESS RELEASE*

A press release was issued at Vancouver, B.C. on September 24, 2002.

4. *SUMMARY OF MATERIAL CHANGE*

Atikwa Minerals Limited (“Atikwa”) entered into a Memorandum of Understanding (the “MOU”) with Placer Dome (CLA) Limited (“Placer”) for the carrying out of exploration work on Atikwa’s Mulcahy Property, located in northwestern Ontario.

5. *FULL DESCRIPTION OF MATERIAL CHANGE*

Atikwa, which upon completion of the Company’s pending qualified transaction will become a wholly owned subsidiary of the Company, has entered into the MOU with Placer.

Pursuant to the MOU, Atikwa has granted Placer an option to earn an interest in the Mulcahy Property. The option is exercisable by Placer on the following terms:

(a) Placer will spend $3.15 million in exploration and development expenditures on the Mulcahy Property over four years to earn a 51% interest in the Mulcahy Property, with a firm expenditure commitment of $150,000 in the first year.

(b) Placer will pay Atikwa $150,000 in option payments over three years.

(c) Placer will make all payments required under Atikwa’s underlying agreement with respect to the Mulcahy Property.

(d) Once it has earned a 51% interest, Placer will have an option to earn a further 19% interest in the Property (for an aggregate 70% interest) by completing a bankable feasibility study within three years and paying a further $275,000 to Atikwa.

(e) Once it has earned a 70% interest, Placer will have an option to earn either:

(i) a further 7.5% interest in the Mulcahy Property (for an aggregate 77.5% interest) by arranging a commitment for third party financing for Atikwa's continued participation in the project; or

(ii) a further 12.5% interest in the Mulcahy Property (for an aggregate 82.5% interest) by providing such financing itself.

Placer intends to immediately commence a work program on the Mulcahy Property, which will consist of 1,000 metres of trenching and detailed mapping and sampling of two previously identified anomalous sections of stratigraphy.

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

Not applicable

7. OMITTED INFORMATION

Not applicable

8. SENIOR OFFICERS

For further information please contact Donald McInnes, President of the Company, at (604) 682-8414

9. STATEMENT OF SENIOR OFFICER

The foregoing accurately discloses the material change referred to herein.

DATED at Vancouver, British Columbia this 1st day of October, 2002.

FIRST STEP VENTURES CORPORATION

Per: *"Rupert A. Legge"*
Rupert A. Legge, Secretary