

BC FORM 53-901F

(FORM 27)

Securities Act

MATERIAL CHANGE REPORT

**Section 85(1) of the *Securities Act*, British Columbia (the "British Columbia Act")
Section 118(1) of the *Securities Act*, Alberta (the "Alberta Act")**

1. Reporting Issuer

The full name of the Issuer is Tumi Resources Limited (the "Issuer"). The address and telephone number of the principal office in Canada of the Issuer is as follows:

#1305 - 1090 West Georgia Street
Vancouver, BC
V6E 3V7
Phone: (604) 685-9316

2. Date of Material Change

July 8, 2002

3. Press Release

A press release dated July 8, 2002, a copy of which is attached, was released through various approved public media and filed with the TSX Venture Exchange and the British Columbia and Alberta Securities Commissions.

4. Summary of Material Change(s)

Please see attached press release for details.

5. Full Description of Material Change

Please see attached press release for full details.

6. Reliance on Section 85(2) of the British Columbia Act and Section 118(2) of the Alberta Act

Not Applicable

7. Omitted Information

Not Applicable

8. Director

The following director of the Issuer is knowledgeable about the material change and may be contacted by the Commission at the following telephone number:

Nick DeMare
Director
Phone: (604) 685-9316

9. Statement of Director

The foregoing accurately discloses the material change referred to herein.

DATED at Vancouver, British Columbia, this 8th day of July, 2002.

"Nick DeMare"

Nick DeMare, Director

TUMI RESOURCES LIMITED

#1305 - 1090 West Georgia Street

Vancouver, BC V6E 3V7

Tel: (604) 685-9316 Fax: (604) 683-1585

Website: tumiresources.com

TSX Venture Symbol: TM.V

NEWS RELEASE

July 8, 2002

HEADS OF AGREEMENT SIGNED OVER THE CINCO MINAS SILVER-GOLD PROJECT, JALISCO, MEXICO.

Mr David Henstridge, President, is pleased to announce that the Company has signed a Heads of Agreement ("HOA") with Minera San Jorge, SA de CV ("MSJ") to acquire up to a 100% working interest in the Cinco Minas silver-gold project located in the state of Jalisco, west-central Mexico. The concessions, totaling 600 ha, are located in the historic Jalisco silver belt, a northwesterly trending zone of previously underground mined, bonanza grade, silver-gold vein and stockwork epithermal deposits that occur within an area of approximately 40 kms long by 10 kms wide. The Company also has the option to acquire a 100% interest in a further 10,862 ha of concessions located contiguous with or near the core Cinco Minas area.

Under the terms of the HOA, the Company may earn a 60% interest by, over a three year period, spending US\$2.5 million, producing a feasibility study regarding production and issuing 1.1 million common shares. The work commitment in year one is US\$250,000 and the share commitment is 100,000 shares. The acquisition is subject to filing with the TSX Venture Exchange.

Details of the Cinco Minas project are as follows:

The 600 hectare core area at Cinco Minas contains an epithermal silver-gold vein known to exceed 4.8 kms in length. Within the vein, historic mining took place over a distance of 860 metres to a depth of 790 metres. Crosscuts and stopes were systematically developed every 30 metres, both vertically and horizontally, over 16 years (1912 - 1928) by Anaconda Mining Co.'s co-founder, Mr. Marcus Daley. Historic production (Rivera and Vazquez, 1963), by agitation leaching from high grade zones, is recorded as 97,000 ozs gold and 15 million ozs of silver from 1.08 million tonnes of ore. Although the entire mine area was systematically developed, only high grade zones were mined, and hanging wall mineralization up to 20 metres thick and averaging 12.8 metres remains intact and is mineable by open-pit methods. Minimal work will allow access to the developed crosscuts on the upper four levels of the mine and allow systematic channel sampling of the vein. This program will be followed by in-fill diamond drilling.

Four independent mining consultants to MSJ undertook sampling programs from surface and accessible underground workings and reviewed and reported on their findings. Cuellar, 1999 reported resources in the mine area of 5.07 mt @ 1.24 g/t gold and 120 g/t Ag. As only 18% of the known vein system was sampled, the independent consultants stated that the geological potential of the area is estimated to be 500,000 ozs gold and 52,000,000 ozs silver if only 5% of the untested area contains mineralization. It should be noted that this potential grade and quantity is conceptual in value and there has been insufficient work undertaken to define this value, and it remains uncertain if further exploration will result in the discovery of increased mineral resources on the property.

Of other exploration significance is the prospect named Cerro Colorado, located along the vein about 1,200 metres from the mine workings. Here, surface sampling of 750 metres of bold, outcropping vein shows an average of 11.75 metres grading 1.57 g/t gold and 96 g/t Ag and is an immediate drill target for additional resources. As surface outcrops show evidence of leaching, these sample results may be conservative. Minimal historic work has been undertaken in the Cerro Colorado area and no drill holes are recorded. As well, the El Abrita Prospect, lying between the Cinco Minas mine area and Cerro Colorado, remains completely untested by modern exploration methods.

Cinco Minas is an advanced stage silver-gold project and the project area is immediately accessible for further detailed channel sampling of underground workings and initial drill testing. This data should enable early stage pre-feasibility studies to be undertaken to identify a mine development scenario.

ON BEHALF OF THE BOARD

"David A. Henstridge"

David A. Henstridge, President