

**Form 51-102F3**

**Material Change Report**

**PART 1 GENERAL INSTRUCTIONS AND INTERPRETATION**

**(a) Confidentiality**

If this Report is filed on a confidential basis, state in block capitals “CONFIDENTIAL” at the beginning of the Report.

**(b) Use of “Company”**

Wherever this Form uses the word “company” the term includes other types of business organizations such as partnerships, trusts and other unincorporated business entities.

**(c) Numbering and Headings**

The numbering, headings and ordering of the items included in this Form are guidelines only. You do not need to include the headings or numbering or follow the order of items in this Form. Disclosure provided in response to any item need not be repeated elsewhere.

**(d) Defined Terms**

If a term is used but not defined in this Form, refer to Part 1 of National Instrument 51-102 and to National Instrument 14-101 *Definitions*. If a term is used in this Form and is defined in both the securities statute of a local jurisdiction and in National Instrument 51-102, refer to section 1.4 of Companion Policy 51-102CP.

**(e) Plain Language**

Write the Report so that readers are able to understand it. Consider both the level of detail provided and the language used in the document. Refer to the plain language principles listed in section 1.5 of Companion Policy 51-102CP. If you use technical terms, explain them in a clear and concise manner.

**PART 2 CONTENT OF MATERIAL CHANGE REPORT**

**Item 1 Name and Address of Company**

Journey Resources Corp.  
808 – 1208 Nelson Street  
Vancouver, BC V6Z 2H2

**Item 2 Date of Material Change**

April 11, 2006

**Item 3 News Release**

The Company disseminated a press release on April 11, 2006 via Stockwatch and Market News and filed on SEDAR.

**Item 4 Summary of Material Change**

The Company announced the staking and recording of an additional 30 claims to the northwest of the present claim block comprising the Musgrove Creek Gold Project.

**Item 5 Full Description of Material Change**

The Company staked and recorded an additional 30 claims to the northwest of the present claim block comprising the Musgrove Creek Gold Project.

The Company is currently earning a 100% interest in and to certain mineral claims comprising the Musgrove Creek Project. The Project is located 40 kilometers (25 miles) southwest of Salmon, Idaho and covers nearly 1,000 acres of gentle to steep terrain that is road accessible.

In addition, the Company announced that a technical report has been prepared on the Musgrove Creek Gold Project, in compliance with the requirements of NI 43-101, and has been submitted to the TSX Venture Exchange for acceptance.

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

Not applicable.

**Item 7 Omitted Information**

Not applicable.

**Item 8 Executive Officer**

Jatinder (Jack) Bal, President

**Item 9 Date of Report**

DATED at Vancouver, British Columbia, this 25th day of April, 2006.

*“JATINDER (JACK) BAL”*

**JATINDER (JACK) BAL**  
**President**