FORM 51-102F3

MATERIAL CHANGE REPORT

Item 1 Name and Address of Company

Essendon Solutions Inc.
915-409 Granville Street
Vancouver, BC V6C 1T2

Item 2 Date of Material Change

October 8, 2004

Item 3 News Release

The press release was issued on October 8, 2004 and was disseminated by Stockwatch and Market News.

Item 4 Summary of Material Change

Essendon Solutions Inc. announced that it has entered into an agreement with Beta Minerals Inc. dated October 6, 2004, pursuant to which the Company has agreed to acquire a 100% interest in certain mineral claims located in Bradette and Noseworthy townships in Ontario and the Dieppe township in Quebec, known as the "Mikwam Property".

Item 5 Full Description of Material Change

See attached news release.

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

This report is not being filed on a confidential basis.

Item 7 Omitted Information

No information has been intentionally omitted from this form.

Item 8 Executive Officer

Larry D. Whitehead
Phone: (604) 542-2223
Fax: (604) 542-2225

Item 9 Date of Report

October 8, 2004

ESSENDON SOLUTIONS INC.

Per: *"Larry D. Whitehead"*

Larry D. Whitehead
President, Chief Executive Officer
and Director

ESSENDON SOLUTIONS INC. **BETA MINERALS INC.**
TSXV "ESO-X" TSXV "BMI-X"

FOR IMMEDIATE RELEASE October 8, 2004

PROPERTY AGREEMENT

Essendon Solutions Inc. (the "Company") and Beta Minerals Inc. ("Beta") announced that they have entered into an agreement dated October 6, 2004 (the "Agreement"), pursuant to which Essendon has agreed to acquire from Beta a 100% interest in certain mineral claims located in Bradette and Noseworthy townships in Ontario and the Dieppe township in Quebec, known as the "Mikwam Property". Beta had previously granted Essendon an option to earn a 51% interest in the Mikwam Property under an agreement dated September 12, 2003. (the "Option Agreement").

According to the terms of the Agreement, Essendon will acquire 100% interest in the Mikwam Property, subject to certain underlying royalties, in consideration for payment of the sum of $25,000 and the issuance of 300,000 common shares of the capital in Essendon to Beta. In addition, 225,000 in the capital of Essendon which are currently being held in escrow pursuant to the Option Agreement will be released from escrow and delivered to Beta. Beta has also granted Essendon, or its assignee, a right of first refusal to acquire all of the common shares of Essendon issued to Beta under the Option Agreement (75,000 issued) and the Agreement, in the event of a change of control of Beta.

The Agreement is subject to being accepted for filing by the TSX Venture Exchange.

On behalf of the Board of Directors.

ESSENDON SOLUTIONS INC.

"Larry D. Whitehead"

Larry D. Whitehead
President, Chief Executive Officer and Director
604.542.2223

BETA MINERALS INC.

"James Currie"

James Currie
Director
604.685.6580