

BC FORM 53-901F

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 AMERA RESOURCES CORPORATION (the "Issuer"). The address and telephone number of the principal office in Canada of the Issuer is as follows:

Suite 709 - 837 West Hastings Street
Vancouver, BC
V6C 3N6
Phone: (604) 687-1828

2. Date of Material Change

March 29, 2004

3. Press Release

A press release dated March 29, 2004, 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. Officer

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

Nikolaos Cacos
President & CEO
Phone: (604) 687-1828

9. Statement of Officer

The foregoing accurately discloses the material change referred to herein.

DATED at Vancouver, British Columbia, this 29th day of March, 2004.

"Nikolaos Cacos"
Nikolaos Cacos, President & CEO



Suite 709 - 837 West Hastings Street

Terminal City Club Tower, Vancouver, B.C. V6C 3N6

Tel: 604-687-1828 • fax: 604-687-1858 • toll free: 800-901-0058

Internet: www.ameraresources.com • e-mail: info@ameraresources.com

TSX Venture Exchange:

AMS

NEWS RELEASE – March 29, 2004

Non-Brokered Portion of Private Placement Closed

Amera Resources Corporation (AMS-TSX.V) is pleased to announce the closing of the non-brokered portion of the private placement financing previously announced on March 8, 2004. A total of 1,500,000 units at a price of \$0.80 per unit were issued. Each unit consists of one common share and one common share purchase warrant and each warrant entitles the holder thereof to purchase one additional common share in the capital of the Company exercisable at a price of \$1.00 per share during year one and at a price of \$1.20 per share during year two. Finders' fees of \$28,000 were paid and 18,000 warrants were issued, exercisable at \$0.90 for a period of two years. A subsequent announcement will be issued when the remaining 1,250,000 units brokered portion closes.

The proceeds will be used to finance the Company's ongoing mineral exploration in Argentina and for general working capital. As the Company has filed its Annual Information Form, the issued placement securities are subject to a four month hold period.

Amera is a gold exploration company with experienced management and several key exploration projects in Argentina. The Company is currently focusing its activities to explore, define and advance its Mogote gold-copper project. Additionally, Amera is leveraging its extensive contact network in South America and is actively negotiating for the acquisition of additional properties in the Americas. Amera is committed to growth and added shareholder value through gold and precious metal-rich polymetallic discoveries.

ON BEHALF OF THE BOARD

“Nikolaos Cacos”

Mr. Nikolaos Cacos, President & CEO

For further information please contact Nikolaos Cacos, President & CEO, at 1-800-901-0058 or 604-687-1828, or fax 604-687-1858, or by email info@ameraresources.com, or visit the Company's web site at <http://www.ameraresources.com>.

The TSX Venture Exchange has not reviewed and does not accept responsibility for the adequacy or the accuracy of this release. **Cautionary Note to US Investors:** This news release may contain information about adjacent properties on which we have no right to explore or mine. We advise U.S. investors that the SEC's mining guidelines strictly prohibit information of this type in documents filed with the SEC. U.S. investors are cautioned that mineral deposits on adjacent properties are not indicative of mineral deposits on our properties. This news release may contain forward-looking statements including but not limited to comments regarding the timing and content of upcoming work programs, geological interpretations, receipt of property titles, potential mineral recovery processes, etc. Forward-looking statements address future events and conditions and therefore involve inherent risks and uncertainties. Actual results may differ materially from those currently anticipated in such statements.

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