Form 51-102F3
Material Change Report

Item 1 Name and Address of Company

La Quinta Resources Corporation
400 – 409 Granville Street
Vancouver, B.C. V6C 1T2

Item 2 Date of Material Change

May 24, 2011

Item 3 News Release

A News Release was issued in Vancouver, British Columbia on May 24, 2011 and distributed through Stockwatch.

Item 4 Summary of Material Change

The Company is pleased to announce the closing of the third tranche of a non-brokered private placement previously announced on March 21, 2011. A total of 7,562,500 Units were placed in the third tranche, for proceed of $605,000. To date, the Company has raise a total of $968,000 in this private placement .The placement is to raise gross proceeds of up to $1.5 million and consists of one share at the unit price of $0.08 and one-half (1/2) warrant; each warrant exercisable at a price of $0.15 any time up to one (1) year period following the closing of the Private Placement (the "Closing") and at price of $0.20 for a subsequent one (1) year. The company will use the funds for its ongoing program on its Nevada Properties, and for general working capital.

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

N/A

Item 7 Omitted Information

N/A

Item 8 Executive Officer

Contact: Glen Watson, CEO & Director
Telephone: (604) 803-5229

Item 9 Date of Report

May 24, 2011

La Quinta Closes Third Tranche of a Non-Brokered Private Placement

Vancouver, B.C. May 24, 2011 - La Quinta Resources Corporation (TSX-V: LAQ / Frankfurt: LQK) ("La Quinta" or "The Company") is pleased to announce the closing of the third tranche of a non-brokered private placement previously announced on March 21, 2011. A total of 7,562,500 Units were placed in the third tranche, for proceed of $605,000. To date, the Company has raise a total of $968,000 in this private placement .The placement is to raise gross proceeds of up to $1.5 million and consists of one share at the unit price of $0.08 and one-half (1/2) warrant; each warrant exercisable at a price of $0.15 any time up to one (1) year period following the closing of the Private Placement (the "Closing") and at price of $0.20 for a subsequent one (1) year. The company will use the funds for its ongoing program on its Nevada Properties, and for general working capital.

Mackie Research Capital Corporation will received Eight percent (8%) finder's fees for a total of $ 1,280.00 and four (4%) percent finder's fee warrants for a total of 8,000 finder's warrants, exercisable at a price of $0.15 any time up to one (1) year period following the closing of the Private Placement (the "Closing") and at price of $0.20 for a subsequent one (1) year.

The Company has received final approval for the private placement's second tranche. Furthermore, in accordance with the TSX, the securities issued pursuant to the offering are subject to a four (4) month applicable hold period ending September 23, 2011.

This press release is not intended for U. S. distribution and does not constitute an offer to sell or solicitation of an offer to sell any of the securities in the United States. The securities have not been and will not be registered under the United States Securities Act 1933, as amended (the "U.S. Securities Act") or any state securities laws and may not be offered or sold within the United States or to a U.S. Entity unless registered under the U.S. Securities Act and applicable state securities laws or an exemption from such registration is available.

About La Quinta Resources Corporation
La Quinta is a junior precious metals exploration company actively seeking mineral opportunities for the benefit of our stakeholders. Currently the Company is focused on exploring for gold, silver and copper on its Easter and Black Jack properties in Nevada and on Carruthers Pass, British Columbia. The Easter Project is underlain by an epithermal quartz-adularia vein stockwork system hosted within Tertiary volcanic rocks of the Caliente Caldron Complex of southeastern Nevada. Numerous drill programs were conducted over the past 27 years by several operators. The resultant 121 holes and five adits were used to outline a 43-101 compliant resource of 2.6 million tons at 1.3 g/t gold (0.038 oz/t) and 14 g/t silver (0.4 oz/t) within an area of gold mineralization with a strike length of at least 6,450 feet (1,966 m) and drill-defined widths up to 90 feet (27.4 m). Significant prior intercepts include up to 0.194 oz. Au / ton over 90 feet (6.6 g/t over 27.4m true thickness) (including 0.549 oz. Au / ton over 15 feet [18.8 g/t over 4.5m]) and 0.084 oz. / ton over 110 feet (including 0.534 oz. Au / ton over 5 feet) [2.88 g/t over 33.5 m w/internal 18.3 g/t in 1.52 m]. The Black Jack property, an early-stage exploration target in NE Nevada, consists of old mine workings that contain silver- gold-base metals veins hosted in Ordovician limestones that overlie nearby Cambrian shale. The Carruthers Pass property is a massive sulfide project with copper, gold and silver located 70km south of Kemess copper-gold mine. The project consists of 8 claims covering 3,250 hectares. No resources have been indentified in either Black Jack or Carruthers Pass properties.

On behalf of the board

Glen Watson
CEO and Director

For further information, please contact:

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