

**Form 51-102F3
Material Change Report**

1. Name and Address of Company

Guardian Exploration Inc.
Suite #550, 435 – 4th Ave. SW
Calgary, AB T2P 3A8

2. Date of Material Change

September 11, 2006

3. News Release

September 11, 2006 via CCNMatthews

4. Summary of Material Change

Guardian Exploration Inc. ("Guardian" or the "Corporation") announced that the Clarke Lake b-A89-K/94-J-10 well has been brought back on stream at an initial gross rate of 1.5mmcf/d.

Guardian also announced the resignation of Lyle Whitmarsh as a director and the appointment of Scott Reeves to the board of directors.

5. Full Description of Material Change

Guardian announced that the Clarke Lake b-A89-K/94-J-10 well has been brought back on stream at an initial gross rate of 1.5mmcf/d. A downhole choke is currently being installed to mitigate hydrating problems, after which, Guardian plans to flow this well at a rate of 2.5 to 3.0mmcf/d. Guardian is also currently replacing the b-89-K/94-J-10 parted 3½ inch production tubing with new 2 7/8 inch production tubing. This well was producing 1.5mmcf/d gross before the well was shut in for repair. Guardian has a 42.5% interest in the Clarke Lake property.

Guardian has also spud the first of two 760m Bow Island gas tests on the Blackfeet Reserve in northern Montana. These wells are part of a drilling commitment on approximately 100,000 acres of exploratory acreage with multi zone gas and oil potential.

Guardian also announced the resignation of Lyle Whitmarsh as a director and the appointment of Scott Reeves to the board of directors. Scott Reeves is a partner with Tingle Merrett LLP in Calgary.

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

N/A

7. Omitted Information

N/A

8. Executive Officer

Graydon Kowal
President and CEO
Telephone: (403) 730-6333

9. Date of Report

September 11, 2006