BLING CAPITAL CORP.

MATERIAL CHANGE REPORT
Form 51-102F3

Item 1 Name and Address of Company

Bling Capital Corp. (the "**Corporation**")
602, 1000 - 5th Avenue SW
Calgary AB T2P 4V1

Item 2 Date of Material Change

The material change occurred on September 8, 2009.

Item 3 News Release

The Corporation issued a press release on September 8, 2009 through Marketwire.

Item 4 Summary of Material Change

The Corporation has entered into a letter of intent with Copper Canyon Resources Ltd. whereby the Corporation proposes to acquire an interest in certain mineral exploration properties located in British Columbia and that prior to the closing of the Acquisition, the Corporation anticipates closing a private placement of common shares in the Corporation for aggregate proceeds of $200,000.

Item 5 Full Description of Material Change

5.1 Full Description of Material Change

Appointment of Director

On September 1st, 2009, Kevin Nephin was appointed as the fourth member of the Board of Directors of the Corporation. Mr. Nephin has over 25 years experience in the investment industry. His experience includes 13 years as an Investment Advisor, primarily focused on mining and exploration companies. He was a Director and Vice-President of Parklane Mines and Minerals and Founder, Director and Executive Vice-President of Micrologix Biotech.

Private Placement

Prior to or concurrent upon the closing of the Acquisition, the Corporation anticipates completing a non-brokered private placement of common shares in the capital of the Corporation at an issue price of $0.05 per common share for gross proceeds of $200,000 (the "**Private Placement**"). The net proceeds of the Private Placement will be used by the Corporation to finance the exploration and development of the Abo Gold (Harrison Gold) Properties, described below, for general working capital purposes, and to pay closing costs associated with the Qualifying Transaction.

The Acquisition

Highlights of the Acquisition

Pursuant to the terms of the Letter of Intent, subject to completion of satisfactory due diligence, a definitive acquisition agreement (the "**Definitive Agreement**"), the satisfaction of certain closing conditions customary to transactions of the nature of the Acquisition and receipt of applicable regulatory approvals, the Corporation intends to acquire from Copper

Canyon a 100% interest in the Abo Gold (Harrison Gold) Properties. As consideration for the Acquisition, the Corporation will issue to Copper Canyon, up to a total of 750,000 Common Shares in the capital of the Corporation (the "**Acquisition Shares**"), issued in equal instalments of 150,000 Common Shares over a period of five (5) years, the first issuance being upon the closing of the transaction, as well as up to $100,000 in cash, paid in equal instalments of $20,000 over five (5) years, the first payment being upon the closing of the transaction. The Acquisition Shares will be issued at a deemed price of $0.05 per share. The Acquisition Shares will be subject to the escrow requirements of the Exchange, if applicable.

In addition, pursuant to the terms of the Letter of Intent, Copper Canyon will retain a 1% net smelter return (the "**NSR**") on all metals discovered on the Property. The definitive terms of the NSR will be contained in a royalty agreement to be entered into by the parties at or prior to the closing of the Acquisition (the "**Closing**").

The Property

The Abo Gold (Harrison Gold) property project is located 5km north of Harrison Lake, British Columbia.

The property area has been held or optioned by various operations since the early 1970's including Abo Resources, Kerr Addison Mines Ltd and Berma International Resources. Exploration work includes mapping, soil sampling, ground based geophysics, 444m of underground development work and a total of 13,856m (45,448') of diamond drilling.

Insiders of Bling after the Qualifying Transaction

Kevin Nephin: Mr. Nephin has over 25 years experience in the investment industry. His experience includes 13 years as an Investment Advisor, primarily focused on mining and exploration companies. He was a Director and Vice-President of Parklane Mines and Minerals, Founder, Director and Executive Vice-President of Micrologix Biotech.

Russ Hammond: Mr. Hammond was educated at St. Catherines College, Cambridge, where he obtained a Bachelors' degree in Economics. Previously, he was Managing Director of Greenwell-Montagu Securities, London, England. Mr. Hammond has been Non-Executive Chairman of Terrenex Acquisition Corp. and is a Non-Executive Director of Questere Energy Inc and Tethys Petroleum Limited.

Sponsor

Sponsorship of a qualifying transaction of a Capital Pool Company is required by the Exchange unless exempt in accordance with Exchange policies. The Corporation is currently reviewing the Exchange requirements for a sponsorship and intends to comply with the policies of the Exchange after discussions with the Exchange regarding sponsorship, although, it is anticipated that the Corporation will be eligible for the applicable exemptions related to sponsorship.

Conditions of the Acquisition

Completion of the Acquisition is subject to a number of conditions including, but not limited to, the closing of the Private Placement, evidence that the Property is a "Qualifying Property" as such term is defined in the policies of the Exchange, obtaining a National Instrument 43-101 technical report, the satisfaction of the Corporation and of Copper Canyon in respect of certain due diligence investigations to be undertaken by each party, closing conditions customary to transactions of the nature of the Acquisition, Exchange acceptance and, if required by Exchange policies, majority of the minority shareholder approval. Where applicable, the Acquisition cannot close until the required shareholder approval is obtained and there can be no assurance that the Acquisition will be completed as proposed or at all.

5.2 Disclosure for Restructuring Transactions

Not applicable.

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

Not applicable.

Item 7 Omitted Information

Not applicable.

Item 8 Executive Officer

The name and business number of an executive officer of the Corporation who is knowledgeable about the material change and this report is:

Stuart W. Peterson - President and Chief Executive Officer
Telephone: (403) 234-0734

Item 9 Date of Report

This report is dated the 8th day of September, 2009.