

# Form 51-102F3

## MATERIAL CHANGE REPORT

**ITEM 1**      **NAME AND ADDRESS OF COMPANY**

**GULFSIDE MINERALS LTD.**  
(the "Company" or "Gulfside")  
212 – 475 Howe Street  
Vancouver, BC V6C 2B3

**ITEM 2**      **DATE OF MATERIAL CHANGE**

October 26, 2011

**ITEM 3**      **NEWS RELEASE**

Issued October 26, 2011 at Vancouver, BC

**ITEM 4**      **SUMMARY OF MATERIAL CHANGE**

Gulfside has entered into an agreement with Ocean Park Ventures Corp. for the purchase of Gulfside's Argonaut and Golden Fleece gold properties.

**ITEM 5**      **FULL DESCRIPTION OF MATERIAL CHANGE**

**ITEM 5.1**     **Full Description of Material Change**

Gulfside has entered into an agreement with Ocean Park Ventures Corp. ("OCP") for the purchase of Gulfside's Argonaut and Golden Fleece gold properties (the "Option Agreement"). The Argonaut property consists of five claims located in the Atlin Mining Division in British Columbia and the Golden Fleece property consists of five claims located in the Atlin Mining Division in British Columbia. These two gold properties are contiguous with OCP's Trapper property to the southwest and northeast. This is an arm's length transaction and no finder's fees were involved.

The terms of the Option Agreement provide for a cash payment of \$25,000 and the issue to Gulfside of 100,000 OCP shares upon approval of the TSX Venture Exchange. There is a further obligation to issue 50,000 shares for each property after year one and also year two, for a total of 300,000 shares.

**ITEM 5.2**     **Disclosure For Restructuring Transactions**

Not applicable.

**ITEM 6**      **RELIANCE ON SUBSECTION 7.1(2) OR (3) OF NATIONAL INSTRUMENT 51-102**

Not applicable.

**ITEM 7**      **OMITTED INFORMATION**

There are no significant facts required to be disclosed herein which has been omitted.

**ITEM 8 EXECUTIVE OFFICER**

Contact: Robert L. Card, President at (604) 687-7828

**ITEM 9 DATE OF REPORT**

October 26, 2011