

MATERIAL CHANGE REPORT
Form 51-102F3
Section 7.1 of National Instrument 51-102

Item 1 Name and Address of Company

Rockex Mining Corporation
580 New Vickers Street
Thunder Bay, Ontario P7G 1J3

Item 2 Date of Material Change

January 1, 2011

Item 3 News Release

A new release was issued via Marketwire on January 4, 2011.

Item 4 Summary of Material Change

Rockex Mining Corporation ("**Rockex Mining**") announced completion of its previously announced business combination and the concurrent financing of Rockex Limited.

Item 5 Full Description of Material Change

Rockex Mining, formerly known as Enviropave International Ltd. ("**Enviropave**"), announced the closing, effective January 1, 2011, of its previously announced business combination or "three cornered" amalgamation (the "**Amalgamation**") involving Rockex Mining, Rockex Limited ("**Old Rockex**") and 1837427 Ontario Inc. ("**Subco**"), a wholly-owned subsidiary of Rockex Mining. The business combination was completed pursuant to an Amalgamation Agreement (the "**Amalgamation Agreement**") dated November 19, 2010, as amended.

Effective January 1, 2011, Rockex Mining acquired all of the issued and outstanding shares of Old Rockex which amalgamated with Subco to form Rockex Limited. Rockex Limited is now a wholly-owned subsidiary of Rockex Mining.

Immediately prior to January 1, 2011, Old Rockex raised more than \$3,000,000 under a financing (the "**Concurrent Financing**") pursuant to which 3,210,821 flow-through shares (each a "**Flow-Through Share**") and 126,000 units (each a "**Unit**") were issued at a purchase price of \$0.90 per Flow-Through Share and \$0.90 per Unit. Each Unit was comprised of one (1) common share of Old Rockex and one half of one common share purchase warrant. Effective January 1, 2011, all previously outstanding common shares of Old Rockex and all common shares and warrants issued by Old Rockex pursuant to the Concurrent Financing were exchanged for common shares and warrants of Rockex Mining having the same terms and conditions on a one-for-one basis. Each whole warrant of Rockex Mining entitles the holder to purchase one common share of Rockex Mining at a price of \$1.15 until June 30, 2012. Each such warrant is subject to an acceleration clause in the event that the common shares of Rockex Mining trade at \$1.50 or more for 20 consecutive trading days.

Old Rockex paid cash commissions in connection with the Concurrent Financing in the aggregate amount of \$145,931.96 and issued 197,266 finder's warrants. The finder's warrants were exchanged for finder's warrants of Rockex Mining, each exercisable to purchase one common share of Rockex Mining at \$0.90 per share until June 30, 2012. Rockex Mining also paid a finder's fee in connection with the business combination equal to 130,000 Rockex Mining common shares, which was payable to two arm's length finders upon successful completion of the Amalgamation.

Former Old Rockex shareholders now own approximately 89% of Rockex Mining and shareholders who invested in the Concurrent Financing now own approximately 7.7% of Rockex Mining. Former Enviropave shareholders and the two finders own the balance of the issued and outstanding shares of Rockex Mining. Rockex Mining now has 43,452,029 common shares outstanding.

The gross proceeds to Old Rockex from the issuance of the Flow-Through Shares will be used to fund exploration expenses which qualify as "Canadian exploration expenses" (within the meaning of the *Income Tax Act (Canada)*) in connection with Rockex Limited's programs at its Western Lake St. Joseph property in Ontario. Proceeds of approximately \$126,000 received from issuance of the Units will be used for general corporate purposes.

Immediately, following completion of the Amalgamation, Bryan Tassin, Steven Konopinski, Frank Martens and Myrna Reid each resigned as directors of Rockex Mining and Chris Dougherty, Giles Filion, Pierre Gagné, Sam Garofalo, Donald A. Sheldon and Jonathon Tondeur were appointed directors of Rockex Mining.

Item 6 Reliance on subsection 7.1(2) or (3) of National Instrument 51 -1 02

Not applicable.

Item 7 Omitted Information

Not applicable.

Item 8 Executive Officer

Inquiries in respect of the material change referred to herein may be made to:

Pierre Gagné, Secretary and Chairman of the Board
(807) 623-2626

Item 9 Date of Report

This report is dated as of the 6th day of January, 2011.