FORM 27
SECURITIES ACT
MATERIAL CHANGE REPORT UNDER SECTION 85(1) OF THE ACT

1. Reporting Issuer
FirstClass Systems Corporation
Suite 119 7565 – 132nd Street
Surrey, BC V3W 1K5

2. Date of Material Change
December 11, 1998

3. Press Release
The press release was issued on the December 11, 1998 and was disseminated by Stockwatch.

4. Summary of Material Change
Announcement of granting of incentive stock options under existing plan.

5. Full Description of Material Change
Subject to regulatory approval, the Issuer wishes to grant options to employees of the Issuer under its Incentive Share Option Plan as follows:

Brian Tongue	Employee	50,000	December 10, 2003 expiry
Greg Cummings	Employee	20,000	December 10, 2003 expiry
Greg Curgenven	Employee	10,000	December 10, 2003 expiry
Ann Watts	Employee	5,000	December 10, 2003 expiry
William Royer	Employee	5,000	December 10, 2003 expiry
Eileen Bevis	Employee	2,500	December 10, 2003 expiry

The price of the options shall be $0.15 or such other price as may be approved by the Vancouver Stock Exchange.

6. Reliance on Section 67(2) of the Act
This report is not being filed on a confidential basis.

7. Omitted Information
No information has been intentionally omitted from this form.

8. Senior Officer
Vicki Catterall
Vice President Finance
Telephone: (604) 592-0552

9. Statement of Senior Officer
The foregoing accurately discloses the material change referred to herein.

Dated at Surrey on the 11th day of December, 1998.

FIRSTCLASS SYSTEMS CORPORATION

Per: *"Vicki Catterall"* [signed]
Vicki Catterall
Vice President Finance

NEWS RELEASE
Trading Symbol: FCS
11 December 1998
Web Site: www.firstclass.ca

FIRSTCLASS GRANTS STOCK OPTIONS TO STAFF

FirstClass Systems Corporation announces that stock options have been granted to several employees in recognition of their service in accordance with its stock option plan. The options are granted subject to regulatory approval, and are as follows:

Number of Shares	Exercise Price	Option Period
92,500	$0.15	5 years

The ten day average closing price of the shares of FirstClass is $0.15.

On behalf of the Board of Directors

FIRSTCLASS SYSTEMS CORPORATION

"K. F. Tongue" (signed)
Chairman

THE VANCOUVER STOCK EXCHANGE HAS NOT REVIEWED AND DOES NOT ACCEPT RESPONSIBILITY FOR THE ADEQUACY OR ACCURACY OF THIS RELEASE.