MATERIAL CHANGE REPORT

Under Section 75(2) of
The Securities Act (Ontario)

1.	Reporting Issuer:	Lombardi Media Corporation 56 Temperance Street 4^{th} Floor Toronto, Ontario M5H 3V5
2.	Date of Material Change:	October 6, 2000
3.	Public Release:	A press release was issued October 10, 2000, from Toronto via BCE Emergis with copies to the Securities Commissions of Ontario, Alberta and British Columbia.
4.	Summary of Material Changes:	Lombardi Media Corporation, through a wholly owned subsidiary, has acquired all of the issued and outstanding shares in the capital of a company in the direct mail business.
5.	Full Description of Material Change:	Lombardi Media Corporation acquired all of the issued and outstanding shares in the capital of a company engaged in the direct mail business. The acquired company is incorporated under the laws of Ontario and has its principal place of business in Pickering, Ontario. The costs of the transaction, including, the purchase price, transaction costs and due diligence costs were funded by established operating facilities of the Lombardi Group of companies and a vendor take back loan. It is intended that the costs funded by the Lombardi Group of companies will be refinanced with their principal banker. The credit facilities and the vendor take back loan are or will be secured against the assets of the acquired company. It was not necessary to issue additional equity to fund the transaction.

6. Knowledgeable Officers:

Michael Lombardi
56 Temperance Street
4th Floor
Toronto, Ontario
M5H 3V5

7. Statement of Legal Counsel:

The foregoing accurately discloses the material change referred to herein.

DATED this 10th day of October, 2000.

OWENS, WRIGHT

"signed"

Per: ___________________________
John D. Wright
Solicitor for Lombardi Media Corporation