

FORM 27
Securities Act (Ontario)

MATERIAL CHANGE REPORT UNDER SECTION 75(2) OF THE ACT

Item 1.

Reporting Issuer

Advantex Marketing International Inc.
491 Eglinton Avenue West, Third Floor
Toronto, Ontario M5N 1A8

Item 2.

Date of Material Change

A material change took place on June 3, 2002.

Item 3.

Press Release

On June 3, 2002, a news release in respect of the material change was disseminated through Canada NewsWire, Canadian Disclosure Network..

Item 4.

Summary of Material Change

The material change is fully described in the Company's press release attached hereto as Schedule "A", which press release is incorporated herein.

Item 5.

Full Description of Material Change

No information other than that provided in Item 4 above is presently available.

Item 6.

Reliance on Section 75(3) of the Act

The report is not being filed on a confidential basis.

Item 7.

Omitted Information

No information has been omitted.

Item 8.

Senior Officer

Allison L. Smith, President

Item 9.

Statement of Senior Officer

The foregoing accurately discloses the material change referred to herein.

DATED at Toronto, in the Province of Ontario, this 4th day of June, 2002.

Advantex Marketing International Inc.

“Allison L. Smith”

Per: _____
Allison L. Smith, President

SCHEDULE "A"



ADVANTEX

NEWS RELEASE

**ADVANTEX AND CIBC SIGN AGREEMENT TO DEVELOP
LOYALTY PROGRAMS FOR MULTIPLE CIBC CREDIT CARDS**

For Immediate Release
TSX:ADX

Toronto, June 03, 2002, - Advantex Marketing International Inc. (TSX:ADX) announced today that the Company has signed an agreement with CIBC to expand the CIBC Aerogold ADVANTEX Benefit program beyond its current merchant categories, and beyond the relationship with the CIBC Aerogold VISA card that it has enjoyed for the past six years. New loyalty programs will be developed for additional selected card portfolios.

“CIBC is a valued partner in our expansion plans, providing access to large and powerful buying consortiums,” said G. Randall Munger, Chairman and Chief Executive Officer of Advantex. “Importantly, this expansion leverages the Company’s existing infrastructure, systems and expertise.”

Advantex owns and operates the successful CIBC Aerogold ADVANTEX Benefit program. The program is a fully integrated feature of the CIBC Aerogold VISA credit card, enabling cardholders to automatically earn Bonus Aeroplan Miles when making purchases at hundreds of participating merchants.

Ernie Johansson, Vice-President of Marketing and Business Development, CIBC Card Products stated, “CIBC is committed to providing CIBC credit card customers with a wide range of value-added benefits. We are very pleased to work with Advantex on these important cardholder initiatives.”

“Advantex has the strategic alliances, reward systems and marketing expertise in place to be a formidable force in the Canadian marketplace,” said Mr. Munger. “We are very optimistic about our future.”

About CIBC

CIBC is a leading North American financial institution offering more than eight million personal banking and business customers a full range of products and services through its comprehensive electronic banking network, branches and offices across Canada, in the United States and around

the world. CIBC is Canada's leading credit card issuer and offers the broadest range of choice and value. To find other news releases and information about CIBC, visit our Media Centre at www.cibc.com.

About Advantex

Advantex Marketing International Inc. is a leading consumer marketing firm, specializing in coalition loyalty marketing, product sampling and customer intelligence programs. Advantex partners include CIBC, Air Canada's Aeroplan, US Airways, Scotiabank, The New York Times, and other major North American corporations, as well as an extensive list of retailers, restaurants, golf courses, and resorts. Advantex is a public company, traded on the Toronto Stock Exchange under the symbol "ADX" For additional information on Advantex, please visit www.advantex.com.

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For further information please contact:

CIBC:

Claudette Grange (416) 980-2725

Advantex:

Lisa Levstein (416) 481-5657, ext. 260