

April 14, 2000

"CONTINUOUS DISCLOSURE"

THE ALBERTA SECURITIES COMMISSION

21 st Floor
10025 Jasper Avenue
Edmonton, Alberta
T5J 3Z5

THE ONTARIO SECURITIES COMMISSION

20 Queen Street West
Suite 800, Box 55
Toronto, ON M5H 3S8

THE BRITISH COLUMBIA SECURITIES COMMISSION

1100, 865 Hornby Street
Vancouver, BC V6Z 2H4

Dear Sirs:

RE: MATERIAL CHANGE REPORT

Item 1 - Reporting Issuer

Destiny Resource Services Corp.
300, 444 - 58th Avenue S.E.
Calgary, AB T2H 0P4

Item 2 - Date of Material Change

The material change occurred on April 12, 2000

Item 3 - News Release

On April 13, 2000 a press release was issued through the Canadian Corporate News Wire Service.

Item 4 - Summary of Material Change

Destiny has closed a Private Placement financing with First Reserve Corporation.

Item 5 - Full Description of Material Change

The financing consists of the sum of \$2,800,000 secured by a 13% convertible subordinated debenture. The debenture may be converted to common shares at a price of \$0.50 per share if not repaid in accordance with the terms of the debenture on or prior to September 29, 2000. The purpose of the loan is to supplement working capital for the increased activity this spring and summer.

Item 6 - Reliance on Section 118(2) of the Securities Act

Not applicable.

Item 7 - Omitted Information

Not applicable

Item 8 - Senior Officer

The name of a Senior Officer of the Corporation who is knowledgeable about the material changes and this report and who can be contacted by the Chief of Securities Administration is:

JOHN E. NEWMAN
Chief Financial Officer
Business Telephone Number: (403) 237-6437

Item 9 - Statement of Senior Officer

The foregoing accurately discloses the material change referred to in this report.

Dated at the City of Calgary, in the Province of Alberta, this 14th day of April, 2000.

signed "John E. Newman"

JOHN E. NEWMAN
Chief Financial Office