

**CHASE RESOURCE CORPORATION
SUITE 1220-800 WEST PENDER ST.
VANCOUVER, B.C., V6C 2V6
TEL: 604/685-6851
FAX: 604/685-6493**

November 29, 2000

British Columbia Securities Commission
1100-865 Hornby Street
Vancouver, B.C.
V6Z 2H4

Attention: Continuous Disclosure

Dear Sirs:

**Re: Chase Resource Corporation (the "Company")
Continuous Disclosure - Form 27 Filing**

In accordance with Section 85(1) of the Securities Act (British Columbia), on behalf of the Company, we enclose the following:

1. Form 27, entitled "Material Change Report under Section 85 (British Columbia) of the Act," dated November 29, 2000.

We trust you will find the same in order.

Yours truly,

CHASE RESOURCE CORPORATION

Signed: "*Kim Casswell*"

Kim Casswell
CORPORATE SECRETARY

Encls.

cc: Ontario Securities Commission – Via Sedar
Alberta Securities Commission – Vias Sedar
Toronto Stock Exchange – Via Sedar
The Canadian Venture Exchange – Via Sedar
Scott, Bissett – Legal Counsel

FORM 27
SECURITIES ACT

**MATERIAL CHANGE REPORT UNDER SECTION 85(1) OF
THE SECURITIES ACT (BRITISH COLUMBIA) (THE "ACT")**

1. Reporting Issuer

The full name and address of the principal office in Canada of the Company is:

CHASE RESOURCE CORPORATION
1220-800 West Pender Street
Vancouver, British Columbia
V6C 2V6

2. Date of Material Change

November 24, 2000

3. Press Release:

The date and place of issuance of the press release is as follows:

Date of Issuance:	November 29, 2000
Place of Issuance:	Vancouver, British Columbia
Distribution:	Through the facilities of The Toronto Stock Exchange, Canadian Venture Exchange (BC), Ontario Securities Commission, Alberta Securities Commission, B.C. Securities Commission, Stockwatch, George Cross Newsletter, Dow Jones, Canadian Corporate News, and Market News Publishing.

4. Summary of Material Change

Please refer to Schedule "A", being the news release referred to in Item 3 above, which is attached hereto and forms a part of this report.

5. Full Description of Material Change

The Company reports that the Members of the Company have overwhelmingly approved resolutions to effect the acquisition of all the issued capital of 1293551 Ontario Inc., doing business as Acura Technology Group ("Acura"), and related matters, at an Annual and Extraordinary General Meeting held on November 24, 2000. Acura is a leading designer, distributor and integrator of Digital Media Infrastructure Systems that provide the backbone of video and digital media capabilities to several key industries including television broadcasting, cable, telecommunications and the internet.

In accordance with the formal Acquisition Agreement between the Company, the shareholders of Acura and Acura itself (See News Release dated October 18, 2000), the acquisition of Acura will be by way of a share exchange take-over bid whereby the Company will purchase all of the outstanding securities of Acura in consideration of the issuance to Acura shareholders of 239,075,775 common shares and 28,259,805 share purchase warrants in the capital of the Company. In addition to approving the share acquisition, the meeting also approved a number of related ordinary and special resolutions relating to corporate matters and the provisions of the acquisition agreement. These include a change in the authorized capital of the Company to 500 million common shares to provide adequate share capacity for the acquisition; continuance of the Company into the Province of Ontario; a change of name for the Company to "Chase Technology Corporation"; conversion of debts of the Company owing to companies owned by Ian Rozier, the President and a director of the Company and by Michael Callahan, the Chief Financial Officer and a director of the Company, totaling \$298,354 by the issuance of shares in the Company at \$0.09 per share; and, consolidation of the Company's shares, whether issued or unissued after giving effect to the issuance of the acquisition consideration, and the debt conversion consideration, on a 20 old for 1 new share basis.

The existing directors of the Company, Ian T. Rozier, Michael Callahan, Paul Ray and Douglas Hyndman, were re-elected at the meeting but these individuals have agreed to stand down upon the closing of the acquisition in favor of directors nominated by Acura management to serve on the post-acquisition Board. This slate of Directors was also approved by the shareholders and consists of the following individuals: Sudy Shen, president of Acura; Ian Rozier, president of Chase; Gerald Vickers, an independent business consultant; William Mountanos, Chief Executive Officer of Charitableway.com; Rahoul Seth, Chief Financial Officer of Telera; and Marvin Igleman, Chief Executive Officer of Brandera.com. Philip Lam, Chief Financial Officer of Acura will be appointed to the position of Chief Financial Officer and Secretary of the Company. Davidson and Co. were reappointed as auditors of the Company. Davidson and Co. will be auditors of the Company until the closing of the acquisition, at which time they will be replaced by KPMG LLP, Chartered Accountants of Toronto, Ontario.

In anticipation of the acquisition and related changes, certain other resolutions were approved by the shareholders including adoption of Articles of Incorporation and By-laws, as required by the *Ontario Business Corporations Act*, and alteration of the Company's authorized capital into an unlimited number of shares. A resolution to authorize the issuance of up to 11,108,157 post-consolidated common shares during the ensuing year pursuant to possible private placement financings was approved at the meeting as was a new stock option plan authorizing the granting of options to purchase up to 2,000,000 shares (on a post-consolidation basis) to directors, officers and employees of the Company.

Completion of the acquisition of Acura by the Company remains subject to the acceptance of The Toronto Stock Exchange and the Canadian Venture Exchange of the proposed transactions and for the reinstatement of trading in the Company's shares on the exchanges.

6. Reliance on Section 85(2) of the Act

Not Applicable

7. Omitted Information

No significant facts remain confidential and no information has been omitted in this report.

8. Senior Officer

The name and business telephone number of a senior officer of the Company who is knowledgeable about the material change is as follows:

Name: Michael Callahan
Bus. Tel: (604) 685-6851

9. Statement of Senior Officer

The foregoing accurately discloses the material change referred to herein.

Dated at Vancouver, British Columbia, this 29th day of November, 2000.

Signed: "*Michael Callahan*"

Michael Callahan
Chief Financial Officer

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SCHEDULE "A"

November 29, 2000

Trading Symbol: CQS (TSE, CDNX-BC)

NEWS RELEASE

SHAREHOLDERS APPROVE ACQUISITION OF ACURA TECHNOLOGY

Mr. Ian T. Rozier, President of Chase Resource Corporation (the "Company"), is pleased to report that the Members of the Company have overwhelmingly approved resolutions to effect the acquisition of all the issued capital of 1293551 Ontario Inc., doing business as Acura Technology Group ("Acura"), and related matters, at an Annual and Extraordinary General Meeting held on November 24, 2000. Acura is a leading designer, distributor and integrator of Digital Media Infrastructure Systems that provide the backbone of video and digital media capabilities to several key industries including television broadcasting, cable, telecommunications and the internet.

In accordance with the formal Acquisition Agreement between the Company, the shareholders of Acura and Acura itself (See News Release dated October 18, 2000), the acquisition of Acura will be by way of a share exchange take-over bid whereby the Company will purchase all of the outstanding securities of Acura in consideration of the issuance to Acura shareholders of 239,075,775 common shares and 28,259,805 share purchase warrants in the capital of the Company. In addition to approving the share acquisition, the meeting also approved a number of related ordinary and special resolutions relating to corporate matters and the provisions of the acquisition agreement. These include a change in the authorized capital of the Company to 500 million common shares to provide adequate share capacity for the acquisition; continuance of the Company into the Province of Ontario; a change of name for the Company to "Chase Technology Corporation"; conversion of debts of the Company owing to companies owned by Ian Rozier, the President and a director of the Company and by Michael Callahan, the Chief Financial Officer and a director of the Company, totaling \$298,354 by the issuance of shares in the Company at \$0.09 per share; and, consolidation of the Company's shares, whether issued or unissued after giving effect to the issuance of the acquisition consideration, and the debt conversion consideration, on a 20 old for 1 new share basis.

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and Marvin Igleman, Chief Executive Officer of Brander.com. Philip Lam, Chief Financial Officer of Acura will be appointed to the position of Chief Financial Officer and Secretary of the Company. Davidson and Co. were reappointed as auditors of the Company. Davidson and Co. will be auditors of the Company until the closing of the acquisition, at which time they will be replaced by KPMG LLP, Chartered Accountants of Toronto, Ontario.

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Completion of the acquisition of Acura by the Company remains subject to the acceptance of The Toronto Stock Exchange and the Canadian Venture Exchange of the proposed transactions and for the reinstatement of trading in the Company's shares on the exchanges.

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For further information contact:

Ian Rozier, President
604/685-6851