

FORM 51-102F3

MATERIAL CHANGE REPORT

Item 1. Name and Address of Company

OceanLake Commerce Inc. (the "Issuer")
335 Bay Street.
Suite 207
Toronto, ON M5H 2R3

Item 2. Date of Material Change

October 1, 2004.

Item 3. Press Release

Press release issued by the Issuer on October 1, 2004 via a Canadian news wire service, copies of which have been filed via SEDAR.

Item 4. Summary of Material Change

The Issuer announced its plans to expand its R&D presence in Singapore to meet customer demands.

Item 5. Full Description of Material Change

The Issuer announced that it is increasing the level of technology research in Singapore with the assistance of the Singapore Economic Development Board ("EDB"). Singapore presents a pro-business environment where there is a large supply of technology talent and government entities that promote research capabilities for companies entering the South East Asia market.

The Issuer will utilize the support provided by the Singapore EDB to enhance current and future product development projects.

Item 6. Reliance on Section 75(3) of the Act

Not Applicable.

Item 7. Omitted Information

No information has been omitted from this material change report.

Item 8. Senior Officer|

The following senior office of the Issuer is knowledgeable about the material change and the Report and may be contacted by the Commission as follows:

Steven Moya, Chief Executive Officer and Chief Financial Officer
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Facsimile: 011-65-6223-1097
Internet: www.oceanlake.com

DATED October 7, 2004.

OCEANLAKE COMMERCE INC.

"Steven Moya"
Per: _____
STEVEN MOYA
Chief Executive Officer and
Chief Financial Officer