

Form 51-102F3
Material Change Report

Item 1 Name and Address of Company

State the full name of your company and the address of its principal office in Canada.

AXQP Inc.
300, 840 6th Avenue SW
Calgary, Alberta
T2P 3E5

Item 2 Date of Material Change

State the date of the material change.

May 14, 2008

Item 3 News Release

State the date and method(s) of dissemination of the news release issued under section 7.1 of National Instrument 51-102.

The press release was issued by Stockwatch on May 14, 2008 at Calgary, Alberta.

Item 4 Summary of Material Change

The Company announced that further to its April 11, 2008 press release, the common shares of the Company are scheduled to resume trading on the NEX Exchange effective the opening, Friday, May 16, 2008.

Item 5 Full Description of Material Change

The Company announced that further to its April 11, 2008 press release, the common shares of the Company are scheduled to resume trading on the NEX Exchange effective the opening, Friday, May 16, 2008, while the Company evaluates a number of transactions which would tentatively qualify the Company to re-list its shares to trade on the TSX Venture Exchange.

The Company will therefore be a NEX listed company and its trading symbol will be changed from PIV to PIV.H upon resumption.

Item 6 Reliance on subsection 7.1(2) or (3) of National Instrument 51-102

If this Report is being filed on a confidential basis in reliance on subsection 7.1(2) or (3) of National Instrument 51-102, state the reasons for such reliance.

N/A

INSTRUCTION

Refer to subsections 7.1 (4), (5), (6) and (7) of National Instrument 51-102 concerning continuing obligations in respect of reports filed under subsection 7.1(2) or (3) of National Instrument 51-102.

Item 7 Omitted Information

State whether any information has been omitted on the basis that it is confidential information.

None.

Item 8 Executive Officer

Give the name and business telephone number of an executive officer of your company who is knowledgeable about the material change and the Report, or the name of an officer through whom such executive officer may be contacted.

Eric M. Leslie, Director
(403)260-5375

Item 9 Date of Report

May 15, 2008