

This is a form of a material change report required under Section 85(1) of the Securities Act and Section 151 of the Securities Rules.

FORM 27

Securities Act

MATERIAL CHANGE REPORT UNDER SECTION 85(1) OF THE ACT

NOTE: This form is intended as a guideline. A letter or other document may be used if the substantive requirements of this form are complied with.

NOTE: Every report required to be filed under Section 85(1) of the Act shall be sent to the Commission in an envelope addressed to the Commission and marked "Continuous Disclosure".

NOTE: WHERE THIS REPORT IS FILED ON A CONFIDENTIAL BASIS PUT AT THE BEGINNING OF THE REPORT IN BLOCK CAPITALS "CONFIDENTIAL - SECTION 85", AND EVERYTHING THAT IS REQUIRED TO BE FILED SHALL BE PLACED IN AN ENVELOPE ADDRESSED TO THE SECRETARY OF THE COMMISSION MARKED "CONFIDENTIAL".

Item 1. Reporting Issuer

WSI Interactive Corporation

Item 2. Date of Material Change

July 14, 2000

Item 3. Press Release

The press release was issued on July 14, 2000 and disseminated through Market News, George Cross Newsletter and filed by Sedar.

Item 4. Summary of Material Change

WSi is pleased to announce that it has created a new stock option plan pursuant to which options to purchase up to 5,000,000 shares of the Company may be granted in accordance with the policies of the Canadian Venture Exchange.

Item 5. Full Description of Material Change

WSi is pleased to announce that it has created a new stock option plan pursuant to which options to purchase up to 5,000,000 shares of the Company may be granted in accordance with the policies of the Canadian Venture Exchange. There are 4,412,903

options granted or remaining to be granted under WSi's existing stock option plan, which will bring the combined total number of options capable of being granted under both plans to 9,412,903, or 18.5% of the current issued share capital of WSi.

The new plan remains subject to regulatory and shareholder approval, and any options granted pursuant to the plan may not be exercised until such time as the plan has received such approvals. WSi intends to put the new plan before shareholders for approval at the next annual general meeting later this year.

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

Nothing in this form is required to be maintained on a confidential basis.

Item 7. Omitted Information

Not applicable.

Item 8. Senior Officer

Theo Sanidas, President
Telephone No. (604) 681-4911

Item 9. Statement of Senior Officer

The foregoing accurately discloses the material change referred to herein.

Dated this 14th day of July, 2000 at Vancouver, BC.

WSI INTERACTIVE CORP.

By: "Theo Sanidas"
Theo Sanidas

President
(Official Capacity)

Theo Sanidas
(Please print here name of individual whose
signature appears above.)