

AAVDEX CORPORATION

133 Richmond Street West
Suite 403
Toronto, Ontario
M5H 2L3

FILED VIA SEDAR

Ontario Securities Commission
20 Queen Street West, 19th Floor
Toronto, Ontario, M5H 3S8
Attention: Continuous Disclosure

TSX Venture Exchange
130 King Street West, 3rd Floor
Toronto, Ontario, M5X 1E5
Attention: Market Operations

Alberta Securities Commission
4th Floor, 300 - 5th Avenue S.W.
Calgary, Alberta, T2P 3C4

British Columbia Securities Commission
12th Floor, Pacific Centre
701 W. Georgia St.
Vancouver, B.C., V7Y 1L2
Attention: Continuous Disclosure

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Dear Sirs/Mesdames:

Re: Material Change Report
Form 51-102F3

1. The name of the Reporting Issuer is **AAVDEX CORPORATION** ("AAVDEX" or the "Company") whose principal office is at 133 Richmond Street West, Suite 403, Toronto, Ontario, M5H 2L3.
2. The material change occurred on November 2, 2004.
3. A Press Release was published at Toronto on November 2, 2004.
4. The Company announced the appointment of Matthew Goldman as a Director of the Company.

The Company further announced the resignation of Peter Lukesch as President and a Director of the Company.
5. Mr. Goldman brings over 10 years of financial industry expertise. He has served in many capacities including as a financial advisor, retail broker and proprietary trader for some of Bay Streets' most recognizable firms. He currently is involved in private wealth management and financial consulting.
6. The report is not being filed on a confidential basis in reliance on subsection 7.1(2) or (3) of National Instrument 51-102.
7. No information has been omitted because it is believed it should remain confidential.
8. Colin Halanen, Secretary-Treasurer and a director of the Company, may be contacted at (416) 603-2114 for further information concerning this report.
9. The foregoing accurately discloses the material change referred to herein.

DATED at Toronto, Ontario this 1st day of December, 2004.

"Colin Halanen"

COLIN HALANEN
Secretary-Treasurer