Form 51-102F3
Material Change Report

Item 1 Name and Address of Company

Enviropave International Ltd.
206 – 1801 Welch Street
North Vancouver, B.C., V7P 1B7

Item 2 Date of Material Change

February 2, 2007

Item 3 News Release

date of dissemination – February 6, 2007
method of dissemination - Canada StockWatch and Market News

Item 4 Summary of Material Change

Enviropave International Ltd. is pleased to announce that it has signed a Letter of Intent, dated February 2, 2007, with Bearing Gold Resources Corp., to acquire all its issued and outstanding shares for up to $3.2 million through the issuance of up to 13,000,000 post consolidated common shares of Enviropave.

Item 5 Full Description of Material Change

Enviropave International Ltd. is pleased to announce that it has signed a Letter of Intent, dated February 2, 2007, with Bearing Gold Resources Corp., to acquire all its issued and outstanding shares for up to $3.2 million through the issuance of up to 13,000,000 post consolidated common shares of Enviropave. The transaction is subject to approval by the directors and shareholders of each company, regulatory approval, completion of due diligence, a 2:1 share consolidation of Enviropave's common shares, and of course the execution of a binding formal agreement. Closing is anticipated to take place no later than May 1, 2007 or as mutually agreed. Further news will be announced once the formal agreement has been executed.

Enviropave is currently cease traded by the BCSC and ASC, and the company is working towards having these orders revoked.

Bearing Gold is a private Alberta corporation with its head office in Stony Plain, Alberta and is involved in mineral exploration in North and South America. Of particular interest to Enviropave is the El Cerro property located near Frontino, in the Antioquaia region of Columbia. Enviropave intends to carry out a small exploration program including trenching, soil and sediment analysis. Rock samples from outcroppings and drifts or cross-cuts will also be analyzed as well as investigations of dumps and tails. A drilling program is then expected to commence later this year.

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

N/A

Item 7 Omitted Information

N/A

Item 8 Executive Officer

Bryan Tassin, President
604-983-9170

Item 9 Date of Report

February 7, 2007