

FORM 27

SECURITIES ACT

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

ITEM 1 REPORTING ISSUER

Starfire Technologies International Inc.

ITEM 2 DATE OF MATERIAL CHANGE

April 26, 2000

ITEM 3 PRESS RELEASE

April 26, 2000 through the facilities of the Vancouver Stock Exchange

ITEM 4 SUMMARY OF MATERIAL CHANGE

A private placement of 1,500,000 common shares of the Company.

ITEM 5 FULL DESCRIPTION OF MATERIAL CHANGE

The Company announced the closing of a \$4,500,000 private placement offering of 1,500,000 common shares at a price of \$3.00 per share for total proceeds of \$4,500,000. The shares are subject to trading restrictions in accordance with the Securities Act (British Columbia) until July 31, 2000 as to 625,000 shares, August 7, 2000 as to 175,000 shares and August 14, 2000 as to 700,000 shares. The proceeds from the private placement will be used primarily to finance the national implementation of the starpages.com business.

ITEM 6 RELIANCE ON SECTION 85(2) OF THE ACT

N/A

ITEM 7 OMITTED INFORMATION

N/A

ITEM 8 SENIOR OFFICERS

Michael G. Grenier - President
James N. Morton - Secretary

ITEM 9 STATEMENT OF SENIOR OFFICER

The foregoing accurately discloses the material change referred to herein.

Dated at Markham, Ontario this 26th day of April, 2000.

“Michael Grenier”
Michael G. Grenier, President