FORM 27

Securities Acts of Ontario and Alberta

MATERIAL CHANGE REPORT UNDER SECTION 75(2) OF THE SECURITIES ACT (ONTARIO), SECTION 118 OF THE SECURITIES ACT (ALBERTA)

Item 1 - Reporting Issuer

The reporting issuer is ICON Laser Eye Centers, Inc. ("ICON"). Its principal office is located at 1 Yonge Street, Suite 1014, Toronto, Ontario, M5E 1E5.

Item 2 - Date of Material Change

The material change occurred on December 3, 1999.

Item 3 - Press Release

A news release was issued on December 3, 1999.

Item 4 - Summary of Material Change

ICON formalized its relationship with a group of laser vision correction centres it currently manages.

Item 5 - Full Description of Material Change

ICON formalized its relationship with a group of laser vision correction centres it currently manages. Under the new arrangements, ICON will manage the centres in Toronto and Windsor, Ontario; Scottsdale, Arizona; and Stockholm and Malmo, Sweden pending a purchase of the centres. The terms of purchase are presently being negotiated. It is anticipated that the purchase price will be satisfied with newly issued common shares of ICON.

Item 6 - Reliance on Section 75(3) of the Act

N/A

Item 7 - Omitted Information

N/A

Item 8 - Senior Officers

The name of a senior officer of ICON who is knowledgeable about the material change and who can be contacted is: Mr. Joseph Krupa, 1 Yonge Street, Suite 1014, Toronto, Ontario, M5E 1E5, Tel: (416) 340-0012, Fax: (416) 364-7636.

Item 9 - Statement of Senior Officer

The foregoing accurately discloses the material change referred to herein.

DATED at Toronto, Ontario this 7th day of December, 1999.

ICON LASER EYE CENTERS, INC.

By: ____________________________________

Joseph Krupa
Secretary

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