

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

FORM 27

BRITISH COLUMBIA 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

State the full name and address of the principal office in Canada of the reporting issuer:

Earthramp.com Communications Inc.
601 – 889 West Pender Street
Vancouver, B.C. V6C 3B2

Item 2. Date of Material Change

April 30, 2000

Item 3. Press Release

The Press Release dated May 1, 2000 was filed via SEDAR with the B.C. and Alberta Securities Exchanges, the Canadian Venture Exchange and disseminated via CN Newswire, Canada Stockwatch, George Cross and Market News.

A copy of the Press Release is attached.

Item 4. Summary of Material Change

Resignation of J.E. Charlesworth as a director.

Item 5. Full Description of Material Change

For a full description of the material change, see attached News Release.

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

If the report is being filed on a confidential basis in reliance of Section 85(2) of the Act, state the reasons for such reliance.

INSTRUCTION:

Refer to Section 85(3) of the Act concerning continuing obligations in respect of reports filed pursuant to this subsection.

Not Applicable.

Item 7. Omitted Information

In certain circumstances where a material change has occurred and a material change report has been or is about to be filed but s. 85(3) of the Act will no longer be relied upon, a reporting issuer may nevertheless believe one or more significant facts otherwise required to be disclosed in the material change report should remain confidential and not be disclosed or not be disclosed in full detail in the material change report.

State whether any information has been omitted on this basis and provide the reasons for any such omission in sufficient detail to permit the Commission to exercise its discretion pursuant to s. 151(3) of the Act.

The reasons for the omission may be contained in a separate letter filed as provided in section 146 of the Regulation.

Not Applicable.

Item 8. Senior Officers

The following Senior Officer of the Company is available to answer questions regarding this report:

Glen Dickson
Vice-President
(604) 331-1008

Item 9. Statement of Director

The foregoing accurately discloses the material change referred to herein.

Dated at Vancouver, B.C., this 1st day of May, 2000.

EARTHRAAMP.COM COMMUNICATIONS INC.

Per: *“D. Szigety”*

Dianne Szigety
Corporate Secretary

U.S. 12G3-2(B)#82-4553

EarthRamp.Com
#601-889 West Pender Street
Vancouver, BC
V6C 3B2

May 1, 2000

CDNX: ERA

RESIGNATION OF DIRECTOR

As of April 30, 2000 John Edward Charlesworth has resigned as director. Mr. Charlesworth has decided to move on to other projects and we wish him the best in his future. At this time the Directors position shall be left open.

On behalf of the board,

"Paul Dickson"
President

Contact: Paul Dickson (604) 331-1008 FAX: (604) 331-0932

This information has neither been approved nor disapproved by the Canadian Venture Exchange.