This is the form of a material change report required under Section 85(1) of the Securities Act and Section 151 of the Securities Rules.

FORM 27

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

MAGICORP ENTERTAINMENT INC. (formerly Goldie Enterprises Inc.) - 313 - 511 King Street West, Toronto, Ontario M5V 2Z4

Item 2 Date of Material Change

May 3, 2001

Item 3 Press Release

May 3, 2001

Item 4 Summary of Material Change

Completion of reverse takeover. Now listed on CDNX under symbol "MEI". Further acquisitions.

Item 5 Full Description of Material Change

MagiCorp Entertainment Inc. (MEI: CDNX) (formerly Goldie Enterprises Inc. is pleased to announce the release from escrow and the completion of the acquisition of all of the outstanding securities of MagiCorp Inc. pursuant to a securities exchange take-over bid offer dated March 27, 2001 (the "Bid") and a securities exchange agreement dated January 29, 2001. The securities were taken up pursuant to the Bid on April 30, 2001, on receipt of approval for the transaction from the Canadian Venture Exchange Inc. ("CDNX"). The acquisition was previously approved by the shareholders of Goldie enterprises Inc. on March 5, 2001. The name and stock symbols of the Corporation have been changed to MagiCorp Entertainment Inc. and "MEI" respectively. The authorized capital of the Corporation has been increase frame common shares without par value to 300,000,000 common shares without par value. The corporation is a reporting issuer in the Provinces of Ontario, British Columbia and Alberta. Pursuant to the Bid, Messrs. Michael willing and Alan Moore have acquired directly or indirectly 15, 329,155 and 10,219,437 common shares of the Corporation, respectively and represent 36.4% and 24.2% of the issued and outstanding common shares of the Corporation after giving effect to the transactions contemplated by the Bid.

MagiCorp Inc. has sold its 35% interest in Magic Rise Developments Limited, which owns and operates the "Bridge St." mixed-use entertainment enter in Shanghai, PRC and settled certain conditional shareholder loans due to MagiCorp for total consideration of $1,469,390. The early-stages of the TribeNation business, in which the company held an indirect 4.34% interest, has been discontinued.

MagiCorp Entertainment Inc. is continuing it's management focus on North American and European growth, and is pleased to announce that a joint venture agreement for the establishment of MagiCorp Europe Limited was signed on March 7, 2001. MagiCorp holds a 75% interest in MagiCorp Europe Limited, with the other 25% being held by a group of four prominent individuals in the United Kingdom.

MagiCorp Europe limited is currently negotiating an involvement in five significant leisure and hospitality projects, three in the United Kingdom, one in the Middle East and one in Poland.

As announced preciously, MagiCorp is party to a Letter of intent with PenEquity Management Corporation ("PenEquity") for the development of our new AlpenRock House operations in Ontario. MagiCorp Entertainment Inc. is pleased to announce that the first of these sites is under development in Whitby, Ontario, at the Whitby Entertainment Centrum, following the establishment of the AlpenRock House Whitby Limited Partnership, in which a wholly-owned subsidiary of MagiCorp Entertainment Inc. enjoys a 20% interest as the General Partner and in which another wholly-owned subsidiary enjoys a 16% interest as a Limited Partner. The Limited Partners are providing $2,500,000 of financing for the project and an affiliate of PenEquity is providing as landlord approximately $5,000,000 of financing by way of tenant inducement allowance. The Partnership has entered into a ten-year lease with the PenEquity affiliate, with two five-year options, on normal commercial terms.

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

N/A

Item 7 Omitted Information

N/A

Item 8 Senior Officers

Michael Wilkings - Chief Executive Officer (416) 598-9494

Item 9 Statement of Senior Officer

The foregoing accurately discloses the material change referred to herein.

DATED at Toronto, Ontario, this 8th day of May, A.D. 2001.

MAGICORP ENTERTAINMENT INC.

Per: "Michael Wilkings"

DIRECTOR