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PRELUDE VENTURES INC  
Form 8-A12G  
July 31, 2002

FORM 8-A

SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549

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FOR REGISTRATION OF CERTAIN CLASSES OF SECURITIES  
PURSUANT TO SECTION 12(b) OR 12(g) OF THE  
SECURITIES EXCHANGE ACT OF 1934  
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Prelude Ventures, Inc.  
(Name of small business issuer in its charter)

Nevada (State or jurisdiction of incorporation or organization)	1081 (Primary Standard Industrial Classification Number)	98-0232018 (I.R.S. Employer Identification Number)
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2585 West 14th Avenue  
Vancouver, BC, Canada V6K 2W6  
Phone: (604) 817-8095

(Address and telephone number of principal executive offices and  
place of business)  
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If this Form relates to the registration of a class of debt securities and is effective upon filing pursuant to General Instruction A.(c), please check the following box. [ ]

If this Form relates to the registration of a class of debt securities and is to become effective simultaneously with the effectiveness of a concurrent registration statement under the Securities Act of 1933 pursuant to General Instruction A.(d), please check the following box. [ ]

Securities to be registered pursuant to Section 12(b) of the Act:

None

Securities to be registered pursuant to Section 12(g) of the Act:

(Title of Class)

Title of each class to be so Registered -----	Name of each exchange on which each class is to be Registered -----
Common Stock, par value \$0.01 per share	Over-The-Counter Bulletin Board

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The Commission is respectfully requested to send copies of all notices, orders and communications to:

Kennan E. Kaeder  
Attorney at Law  
110 West C Street, Suite 1904  
San Diego, Ca 92101  
Phone: (619)232-6545  
Fax: (619) 236-8182  
Email: kennan@kklawoffice.com

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INFORMATION REQUIRED IN REGISTRATION STATEMENT

Item 1. DESCRIPTION OF REGISTRANT'S SECURITIES TO BE REGISTERED.

The Common Stock to be registered hereunder is described under the heading "Description of Navigator Ventures, Inc. Capital Stock" prospectus, dated December 12, 2001(the "Prospectus") as filed with the Securities and Exchange Commission (the "Commission") pursuant to Rule 424(b)(3) under the Securities Act of 1933, as amended (the "Securities Act"). The Prospectus forms a part of registration statement No. 333-56200 (the "Registration Statement"). The Registration Statement was filed with the Commission pursuant to the Securities Act on July 3, 2001, and was declared effective by the Commission on December 13, 2001. The aforementioned description in the Prospectus is hereby incorporated by reference into this Item 1.

Item 2. EXHIBITS.

1. Specimen of the Common Stock (filed as Exhibit 4.1 to the registrant's Prospectus filed December 12, 2001 and incorporated herein by reference).

SIGNATURE

Pursuant to the requirements of Section 12 of the Securities Exchange Act of 1934, the registrant has duly caused this registration statement to be signed on its behalf by the undersigned, thereto duly authorized.

Date: July 30, 2002

Prelude Ventures, Inc.

/s/ William Iverson

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Name: William Iverson  
Title: President and Chief Financial  
Officer (Principal Financial  
Officer)