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XIN NET CORP  
Form 8-K  
August 16, 2001

SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

FORM 8-K  
CURRENT REPORT

Pursuant to Section 13 or 15(d) of  
The Securities Exchange Act of 1934

Date of Report: August 15, 2001

XIN NET CORP.  
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(Exact name of registrant as specified in its charter)

Florida	0-26559	33-0751560
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(State or other jurisdiction of incorporation)	(Commission File Number)	(IRS Employer Identification No.)

#830 - 789 West Pender Street, Vancouver, B.C. Canada V6C 1H2  
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(Address of principal executive offices) (Zip Code)

Registrant's telephone number, including area code: (604) 632-9638

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ITEM 1. CHANGES IN CONTROL OF REGISTRANT

None.

ITEM 2. ACQUISITION OR DISPOSITION OF ASSETS

None.

ITEM 3. BANKRUPTCY OR RECEIVERSHIP

None.

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ITEM 4. CHANGES IN REGISTRANT'S CERTIFYING ACCOUNTANT

None.

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ITEM 5. OTHER EVENTS

On August 15, 2001 the Board of Directors, pursuant to Florida law, adopted amended the Bylaws as follows:

Article II Section 5. Shareholder Quorum

Ten percent (10%) of the shares entitled to vote, represented in person or by proxy, shall constitute a quorum at a meeting of shareholders. Any number of shareholders, even if less than a quorum, may adjourn the meeting without further notice until a quorum is obtained.

The entire Bylaws, as amended, are attached hereto as SK exhibit #3.2.

ITEM 6. RESIGNATION AND APPOINTMENT OF DIRECTORS

None.

ITEM 7. FINANCIAL STATEMENTS, PRO FORMA FINANCIALS, & EXHIBITS

Financial Statements -	None.
Exhibits -	3.2 Amended Bylaws

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

Date: August 16, 2001

XIN NET CORP.

By: /s/ Ernest Cheung

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Ernest Cheung, President

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