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PONTE NOSSA ACQUISITION CORP

Form 8-K

December 06, 2002

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: November 27, 2002

Ponte Nossa Acquisition Corp.  
(Exact name of registrant as specified in its charter)

Delaware (State or other jurisdiction of incorporation)	0-25611 (Commission File Number)	33-0838660 (IRS Employer Identification No.)
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18271 McDermott West, Suite A-1  
Irvine, California 92614  
(Address of principal executive offices)

Registrant's telephone number, including area code:  
(949) 474-7020

Not Applicable

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(Former name or former address, if changed since last report)

Item 5. Other Events and Regulation FD Disclosure.

On November 27, 2002, the Registrant entered into an Amended and Restated Agreement and Plan of Merger with VisiJet, Inc. and VisiJet Acquisition Corporation, a newly-organized acquisition subsidiary of Registrant, relating to the proposed merger between Registrant and VisiJet, Inc. The Amended and Restated Agreement and Plan of Merger amends and restates the Agreement and Plan of Merger between Registrant and VisiJet, Inc., dated as of November 6, 2001.

Item 7. Financial Statements and Exhibits

Exhibit 2 Amended and Restated Agreement and Plan of Merger, dated November 27, 2002 between Registrant, VisiJet, Inc. and VisiJet Acquisition Corporation.

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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 hereunto duly authorized.

Ponte Nossa Acquisition Corp.

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By: /s/ Laurence Schreiber

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Laurence Schreiber, Chief Executive Officer

Date: December 5, 2002