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PRELUDE VENTURES INC
Form 8-A12G
July 31, 2002

FORM 8-A

SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

FOR REGISTRATION OF CERTAIN CLASSES OF SECURITIES
PURSUANT TO SECTION 12(b) OR 12(g) OF THE
SECURITIES EXCHANGE ACT OF 1934

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)

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
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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
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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

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