

SECURITIES AND EXCHANGE COMMISSION

FORM 5

Annual statement of changes in beneficial ownership of securities

Filing Date: **2001-02-02** | Period of Report: **2000-12-31**

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SUBJECT COMPANY

KNOWLEDGE NETWORKS INC

CIK: **1098590** | IRS No.: **912014670** | Fiscal Year End: **1231**
Type: **5** | Act: **34** | File No.: **000-30565** | Film No.: **1523564**
SIC: **7374** Computer processing & data preparation

Mailing Address
34700 PACIFIC COAST
HIGHWAY
SUITE 303
CAOUSTRANO BEACH CA
92624

Business Address
24843 DEL PRADO
SUITE 318
DANA POINT CA 92629
9492489561

REPORTING OWNER

JAMES KIRT W

CIK: **1101129**
Type: **5**

Mailing Address
C/O WILLIAM STOCKER
ATTORNEY AT LAW
34700 PACIFIC COAST HWY
#303
CAPISTRANO BEACH CA
92624

Business Address
24843 DEL PRADO
SUITE 318
DANA POINT CA 92629
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U.S. SECURITIES AND EXCHANGE COMMISSION
Washington D.C. 20549

FORM 5

ANNUAL STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(f) of the Investment Company Act of 1940

() Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

() Form 3 Holdings Reported

() Form 4 Transactions Reported

1. NAME AND ADDRESS OF REPORTING PERSON

James Kirt W.
(Last) (First) (Middle)
24843 Del Prado #318
(Street)

Dana Point California 92629
(City) (State) (Zip)

2. ISSUER NAME AND TICKER OR TRADING SYMBOL

Knowledge Networks, Inc.

3. IRS OR SOCIAL SECURITY NUMBER OF REPORTING PERSON (VOLUNTARY)

4. STATEMENT FOR MONTH/YEAR

12/31/00

5. IF AMENDMENT, DATE OF ORIGINAL (MONTH/YEAR)

6. RELATIONSHIP OF REPORTING PERSON TO ISSUER
(Check all applicable)

(X) Director () 10% Owner
(X) Officer (give title below) () Other (specify below)

President / CEO

7. INDIVIDUAL OF JOINT/GROUP FILING (CHECK APPLICABLE LINE)

(X) Form Filed by One Reporting Person
() Form Filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

<TABLE> <CAPTION>									
<S>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>

			Securities Acquired (A)						
			Or Disposed of (D)						
			(Instr. 3, 4 and 5)						

Title of . . .	Transaction	Transaction		(A)		Amount of	Ownership	Nature	
Security . . .	Date	Code		or		Beneficially . . .	Form:	of	
(Instr. 3).	(m/d/y)	(Inst. 8)	Amount	(D)	Price	Owned at End.	Direct (D)	Indirect	
						of Issuer's	or	Beneficial	
						Fiscal Year	Indirect (I)	Ownership	
						(Inst. 3 and 4)	(Instr. 4)	(Instr. 4)	

Common Stock	07/03/00	J				1,666,250 (*1)	D		

</TABLE>

(*1) Amount adjusted Post Forward Split of 1:1333

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

<TABLE>									
<CAPTION>									
<S>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>
1.	2	3	4	5	6	7.	8	9	10
				Number of				Number of	Ownership
				Derivative				Deriv-	of Deriv-
			Trans-	Derivative				ative	ative
	Conversion		action	Securities	Date Exercisable		Underlying	Price	Secur-
Title of	of Exercise		Code	Acquired(A)	and Expiration		Securities	of Derivative	ities
Derivative	Price of	Transaction	(Instr.8)	or Disposed	Date (m/d/y)		(Instr.3&4)	Security	Benefi-
Security	Derivative	Date		of (Inst.	Date	Expir	Title	Amount/	(Instr. 5)
(Instr. 3)	Security	(m/d/y)		3, 4, & 5	Exer	ation		Number of	Owned at
			Code 8	(A)	(D)	cisable	Date	Shares	End of
									(Instr 4)
									Month
									(Instr 4)

</TABLE>

** Signature of Reporting Person / /2001 Date

**Intentional misstatements or omissions of facts constitute Federal Criminal Violations.

See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note:File three copies of this Form, one of which must be manually signed. If space provided is insufficient, See Instruction 6 for procedure.

Alternatively, this form is permitted to be submitted to the Commission in electronic format at the option of the reporting person pursuant to Rule 101(b)(4) of Regulation S-T.