

SECURITIES AND EXCHANGE COMMISSION

FORM 3

Filing Date: 2005-05-02 | Period of Report: 2005-05-02
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(HTML Version on secdatabase.com)

ISSUER

A21 INC

CIK: **1074436** | IRS No.: **742896910** | State of Incorporation: **TX** | Fiscal Year End: **1231**
SIC: **7389** Business services, nec

Mailing Address
7660 CENTURION PARKWAY
JACKSONVILLE FL 32256

Business Address
A21, INC.
7660 CENTURION PARKWAY
JACKSONVILLE FL 32256
9045650066

REPORTING OWNER

Chiang Susan

CIK: **1325747**
Type: **3** | Act: **34** | File No.: **000-51285** | Film No.: **05792182**

Mailing Address
C/O A21, INC., 7660
CENTURION PARKWAY
JACKSONVILLE FL 32256

Business Address
XXXXXXXXXXXX

OMB APPROVAL	
OMB Number:	3235-0104
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**INITIAL STATEMENT OF BENEFICIAL
OWNERSHIP OF SECURITIES**

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(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person <u>Chiang Susan</u> (Last) (First) (Middle) C/O A21, INC., 7660 CENTURION PARKWAY (Street) JACKSONVILLE, FL 32256 (City) (State) (Zip)	2. Date of Event Requiring Statement (Month/Day/ Year) 05/02/2005	3. Issuer Name and Ticker or Trading Symbol <u>A21 INC [ATWO.OB]</u>		
		4. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) <u>See Remarks</u>		5. If Amendment, Date Original Filed (Month/Day/Year)
		6. Individual or Joint/Group Filing (Check applicable line) <input checked="" type="checkbox"/> Form Filed by One Reporting Person <input type="checkbox"/> Form Filed by More than One Reporting Person		

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock, par value \$.001	114,118	D	

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

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/ Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			
Warrant (right to buy)	(4)	02/28/2009	Common Stock	17,436	\$0.56	D	
Participating Preferred Stock, par value \$0.001 (1)	(4)	(2)	Common Stock	926,331	(3)	D	

Explanation of Responses:

- The Participating Preferred Stock is preferred stock of SuperStock, Inc., a21's subsidiary which a21 acquired in February 2004. The Participating Preferred Stock is non-voting stock and is exchangeable into shares of a21's common stock.
- The Participating Preferred Stock has no expiration date.
- The Participating Preferred Stock is currently exchangeable, at the holder's option, into shares of a21's common stock at a rate of approximately 3 shares of common stock for each share of preferred stock tendered. After March 2, 2006, a21 shall have the right to exchange the Participating Preferred Stock into shares of its common stock.
- Immediately.

Remarks:

Senior Vice President and Chief Financial Officer of Superstock, Inc., a21, Inc.'s subsidiary

Signatures

/s/ Susan Ong Chiang

** Signature of Reporting Person

05/02/2005

Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

* If the form is filed by more than one reporting person, see Instruction 4 (b)(v).

** 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 is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.