

SECURITIES AND EXCHANGE COMMISSION

FORM 10KSB

Annual and transition reports of small business issuers [Section 13 or 15(d), not S-B Item 405]

Filing Date: **2001-08-03** | Period of Report: **2001-04-30**
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FILER

CHIROPRACTIC 21 INTERNATIONAL INC

CIK: **1112902** | IRS No.: **840911532** | State of Incorporation: **NV** | Fiscal Year End: **0430**
Type: **10KSB** | Act: **34** | File No.: **000-30499** | Film No.: **1696913**
SIC: **6770** Blank checks

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8012628844

U. S. Securities and Exchange Commission

Washington, D. C. 20549

FORM 10-KSB

[X] ANNUAL REPORT UNDER SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934

For the fiscal year ended April 30, 2001

[] TRANSITION REPORT UNDER SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934

For the transition period from _____ to _____

Commission File No.

0-30499

CHIROPRACTIC 21 INTERNATIONAL, INC.

(Name of Small Business Issuer in its Charter)

NEVADA

84-0911532

(State or Other Jurisdiction of incorporation or organization)

(I.R.S. Employer I.D. No.)

5525 SOUTH 900 EAST, SUITE 110 Salt Lake City,
Utah 84117

(Address of Principal Executive Offices)
Issuer's Telephone Number: (801) 262-8844

CHIROPRACTIC 21 INTERNATIONAL, INC.

(Former Name or Former Address, if changed since last Report)

Securities Registered under Section 12(b) of the Exchange Act: None
Name of Each Exchange on Which Registered: None
Securities Registered under Section 12(g) of the Exchange Act: \$.004 par value common stock

Check whether the Issuer (1) filed all reports required to be filed by Section 13 or 15(d) of the Exchange Act during the past 12 months (or for such shorter period that the Company was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days.

(1) Yes X No ___ (2) Yes X No ___
 --- --- --- ---

Check if disclosure of delinquent filers in response to Item 405 of Regulation S-B is not contained in this form, and no disclosure will be contained, to the best of Company's knowledge, in definitive proxy or information statements incorporated by reference in Part III of this Form 10-KSB or any amendment to this Form 10-KSB. []

State Issuer's revenues for its most recent fiscal year: April 30, 2001 - \$0.

State the aggregate market value of the voting stock held by non-affiliates computed by reference to the price at which the stock was sold, or the average bid and asked prices of such stock, as of a specified date within the past 60 days.

Material Changes in Control Since Inception and Related Business History.

Business.

The Company was principally involved in the developing and marketing of a computer based management and practice system for chiropractic physicians including entering into joint ventures, leases, partnerships, and acting as a general partner in these ventures. These operations proved to be unsuccessful and ended over ten years ago.

Other than the above-referenced matters and seeking and investigating potential assets, property or businesses to acquire, the Company has had no material business operations for over ten years. The Company may begin the search for the acquisition of assets, property or business that may benefit the Company and its stockholders, once the Board of Directors sets guidelines of industries in which the Company may have an interest.

The Company is unable to predict the time as to when and if it may actually participate in any specific business endeavor, and will be unable to do so until it determines the particular industries to the Company.

Risk Factors.

In any business venture, there are substantial risks specific to the particular enterprise which cannot be ascertained until a potential acquisition, reorganization or merger candidate has been identified; however, at a minimum, the Company's present and proposed business operations will be highly speculative and be subject to the same types of risks inherent in any new or unproven venture, and will include those types of risk factors outlined below.

Extremely Limited Assets; No Source of Revenue. The Company has virtually no assets and has had no revenue for over the past ten years or to the date hereof. Nor will the Company receive any revenues until it completes an acquisition, reorganization or merger, at the earliest. The Company can provide no assurance that any acquired business will produce any material revenues for the Company or its stockholders or that any such business will operate on a profitable basis. Although management intends to apply any proceeds it may receive through the issuance of stock or debt to a suitable acquisition, subject to the criteria identified above, such proceeds will not otherwise be designated for any more specific purpose. The Company can provide no assurance that any use or allocation of such proceeds will allow it to achieve its business objectives.

Absence of Substantive Disclosure Relating to Prospective Acquisitions. Because the Company has not yet identified any assets, property or business that it may acquire, potential investors in the Company will have virtually no substantive information upon which to base a decision whether to invest in the Company. Potential investors would have access to significantly more information if the Company had already identified a potential acquisition or if the acquisition target had made an offering of its securities directly to the public. The Company can provide no assurance that any investment in the Company will not ultimately prove to be less favorable than such a direct investment.

Unspecified Industry and Acquired Business; Unascertainable Risks. To date, the Company has not identified any particular industry or business in which to concentrate its acquisition efforts. Accordingly, prospective investors currently have no basis to evaluate the comparative risks and merits of investing in the industry or business in which the Company may acquire. To the extent that the Company may acquire a business in a high risk industry, the Company will become subject to those risks. Similarly, if the Company acquires a financially unstable business or a business that is in the early stages of development, the Company will become subject to the numerous risks to which such businesses are subject. Although management intends to consider the risks inherent in any industry and business in which it may become involved, there can be no assurance that it will correctly assess such risks.

Uncertain Structure of Acquisition. Management has had no preliminary contact or discussions regarding, and there are no present plans, proposals or arrangements to acquire any specific assets, property or business. Accordingly, it is unclear whether such an acquisition would take the form of an exchange of capital stock, a merger or an asset acquisition.

Risks of "Penny Stock." The Company's common stock may be deemed to be "penny stock" as that term is defined in Reg. Section 240.3a51-1 of the Securities and Exchange Commission. Penny stocks are stocks (i) with a price of less than five dollars per share; (ii) that are not traded on a "recognized" national exchange; (iii) whose prices are not quoted on the NASDAQ automated quotation system (NASDAQ-listed stocks must still meet requirement (i) above); or (iv) in issuers with net tangible assets less than \$2,000,000 (if the issuer

has been in continuous operation for at least three years) or \$5,000,000 (if in continuous operation for less than three years), or with average revenues of less than \$6,000,000 for the last three years.

There has been no "established public market" for the Company's common stock during the last five years. At such time as the Company completes a merger or acquisition transaction, if at all, it may attempt to qualify for quotation on either NASDAQ or a national securities exchange. However, at least initially, any trading in its common stock will most likely be conducted in the over-the-counter market in the "pink sheets" or the OTC Bulletin Board of the NASD. Section 15(g) of the Securities Exchange Act of 1934, as amended, and Reg. Section 240.15g-2 of the Securities and Exchange Commission require broker-dealers dealing in penny stocks to provide potential investors with a document disclosing the risks of penny stocks and to obtain a manually signed and dated written receipt of the document before effecting any transaction in a penny stock for the investor's account. Potential investors in the Company's common stock are urged to obtain and read such disclosure carefully before purchasing any shares that are deemed to be "penny stock." Moreover, Reg. Section 240.15g-9 of the Securities and Exchange Commission requires broker-dealers in penny stocks to approve the account of any investor for transactions in such stocks before selling any penny stock to that investor. This procedure requires the broker-dealer to (i) obtain from the investor information concerning his or her financial situation, investment experience and investment objectives; (ii) reasonably determine, based on that information, that transactions in penny stocks are suitable for the investor and that the investor has sufficient knowledge and experience as to be reasonably capable of evaluating the risks of penny stock transactions; (iii) provide the investor with a written statement setting forth the basis on which the broker-dealer made the determination in (ii) above; and (iv) receive a signed and dated copy of such statement from the investor, confirming that it accurately reflects the investor's financial situation, investment experience and investment objectives. Compliance with these requirements may make it more difficult for investors in the Company's common stock to resell their shares to third parties or to otherwise dispose of them.

Principal Products or Services and their Markets.

None; not applicable

Competition.

None; not applicable

Sources and Availability of Raw Materials and Names of Principal Suppliers.

None; not applicable

Patents, Trademarks, Licenses, Franchises, Concessions, Royalty Agreements of Labor Contracts.

None; not applicable

Need for any Governmental Approval of Principal Products of Services.

None; not applicable

Effect of Existing or Probable Governmental Regulations on Business.

The integrated disclosure system for small business issuers adopted by the Securities and Exchange Commission in Release No. 34-30968 and effective as of August 13, 1992, substantially modified the information and financial requirements of a "Small Business Issuer," defined to be an issuer that has revenues of less than \$25 million; is a U.S. or Canadian issuer, is not an investment company, and if a majority-owned subsidiary, the parent is also a small business issuer, provided, however, an entity is not a small business issuer if it has a public float (the aggregate market value of the issuer's outstanding securities held by non-affiliates) of \$25 million or more. The Company is deemed to be a "small business issuer."

The Securities and Exchange Commission, state securities commissions and the North American Securities Administrators Association, Inc. ("NASAA") have expressed an interest in adopting policies that will streamline the registration process and make it easier for a small business issuer to have access to the public capital markets.

Research and Development.

None; not applicable

Cost and Effects of Compliance with Environmental Laws.

None; not applicable

Number of Employees.

None; not applicable

Item 2. Description of Property.

The Company has no assets, property or business; its principal executive office address and telephone number are the business office address and telephone number of its shareholder, Duane S. Jenson, and are currently provided at no cost. Because the Company has had no business, its activities have been limited to keeping itself in good standing in the State of Nevada. These activities have consumed an insignificant amount of management's time; accordingly, the costs to Mr. Jenson of providing the use of his office and telephone have been minimal.

Item 3. Legal Proceedings.

The Company is not a party to any pending legal proceeding. To the knowledge of management, no federal, state or local governmental agency is presently contemplating any proceeding against the Company. No director, executive officer or affiliate of the Company or owner of record or beneficially of more than five percent of the Company's common stock is a party adverse to the Company or has a material interest adverse to the Company in any proceeding.

Item 4. Submission of Matters to a Vote of Security Holders.

During the year ended April 30, 2001, no matter was submitted to a vote of the Company's securities holders, whether through the solicitation of proxies or otherwise.

PART II

Item 5. Market for Common Equity and Related Stockholder Matters.

Market Information

The Company shares are traded on the OTC Bulletin Board, the symbol is CRPL. The Company shares have been traded on the OTC Bulletin Board since April 1, 2001.

The following quotes were provided to the Company from the National Quotation Bureau are through the most recent month end:

<TABLE>

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	HIGH	CLOSING BID	LOW	HIGH	CLOSING ASK	LOW
APR 01, 2001						
<S>	<C>		<C>	<C>		<C>
THRU	.13		.12	.55		.55
APR 30, 2001						
MAR 1, 2001						
THRU	1.05		.12	1.85		.51
MAY 31, 2001						

</TABLE>

Holders

The number of record holders of the Company's common stock as of the date

of this Report is approximately 2038.

Dividends

The Company has not declared any cash dividends with respect to its common stock and does not intend to declare dividends in the foreseeable future. The future dividend policy of the Company cannot be ascertained with any certainty, and until the Company completes any acquisition, reorganization or merger, as to which no assurance may be given, no such policy will be formulated. There are no material restrictions limiting, or that are likely to limit, the Company's ability to pay dividends on its common stock.

Sales of "Unregistered" and "Restricted" Securities Over The Past Three Years.

On September 11, 1999, the Company issued 13,789 unregistered and restricted shares to Jenson Services in consideration of the payment of \$1,378.90 for audit and other corporate expenses incurred on behalf of the Company.

On September 11, 1999, the Company issued 210,000 "unregistered" and "restricted" shares to each of its three current officers and directors, for a total of 630,000 shares. These shares were in consideration of services rendered.

On January 23, 2001, the Company authorized the issuance of 30,000 shares to both James Doolin and Leonard W. Burningham, Esq., in consideration for services rendered. The shares were issued at a value of \$.01 per share. These shares were issued February 3, 2001.

Item 6. Management's Discussion and Analysis or Plan of Operation.

Plan of Operation.

The Company has not engaged in any material operations or had any revenues from operations during the last ten fiscal years. The Company's plan of operation for the next 12 months is to continue to seek the acquisition of assets, properties or businesses that may benefit the Company and its stockholders. Management anticipates that to achieve any such acquisition, the Company will issue shares of its common stock as the sole consideration for such acquisition.

During the next 12 months, the Company's only foreseeable cash requirements will relate to maintaining the Company in good standing or the payment of expenses associated with reviewing or investigating any potential business venture. As of April 30, 2001, it had no cash or cash equivalents. If additional funds are required during this period, such funds may be advanced by management or stockholders as loans to the Company. Because the Company has not identified any such venture as of the date of this Report, it is impossible to predict the amount of any such loan. However, any such loan should not exceed \$25,000 and will be on terms no less favorable to the Company than would be available from a commercial lender in an arm's length transaction. As of the date of this Report, the Company is not engaged in any negotiations with any person regarding any such venture.

Results of Operations.

Other than restoring and maintaining its good corporate standing in the State of Nevada, compromising and settling its debts and seeking the acquisition of assets, properties or businesses that may benefit the Company and its stockholders, the Company has had no material business operations in the two most recent calendar years.

At April 30, 2001, the Company's had no assets. See the Index to Financial Statements, Item 7 of this Report.

During the period ended April 30, 2001, the Company had a net loss of \$? . The Company has received no revenues in either of its two most recent calendar years. See the Index to Financial Statements, Item 7 of this Report.

Liquidity.

The Company has no cash or cash equivalents on hand. If additional funds are required, such funds may be advanced by management or stockholders as loans to the Company. Because the Company has not identified any acquisition or venture, it is impossible to predict the amount of any such loan.

Item 7. Financial Statements.

Financial Statements for the years ended April 30, 2001 and 2000

Independent Auditors' Report

Balance Sheets - April 30, 2001

Statements of Operations for the years ended
April 30, 2001 and 2000

Statements of Stockholders' Equity for the
years ended April 30, 2001 and 2000

Statements of Cash Flows for the years ended
April 30, 2001 and 2000

Notes to the Financial Statements

CHIROPRACTIC 21 INTERNATIONAL, INC.
[A Development Stage Company]
Financial Statements and Independent Auditors' Report
April 30, 2001

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CHIROPRACTIC 21 INTERNATIONAL, INC.
[A Development Stage Company]
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Statements of Stockholders' Deficit for the years ended April 30, 2001 and 2000, and for the period from Reactivation [December 15, 1998] through April 30, 2001	4
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INDEPENDENT AUDITORS' REPORT

The Board of Directors and Shareholders
Chiropractic 21 International, Inc.[a development stage company]

We have audited the accompanying balance sheet of Chiropractic 21 International, Inc. [a development stage company] as of April 30, 2001, and the related statements of operations, stockholders' deficit, and cash flows for the years ended April 30, 2001 and 2000, and for the period from Reactivation [December 15, 1998] through April 30, 2001. These financial statements are the responsibility of the Company's management. Our responsibility is to express an opinion on these financial statements based on our audit.

We conducted our audit in accordance with generally accepted auditing standards. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by

management, as well as evaluating the overall financial statement presentation. We believe that our audits provide a reasonable basis for our opinion.

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of Chiropractic 21 International, Inc. [a development stage company] as of April 30, 2001, and the results of operations and cash flows for the years ended April 30, 2001 and 2000, in conformity with generally accepted accounting principles.

The accompanying financial statements have been prepared assuming that the Company will continue as a going concern. As discussed in Note 2 to the financial statements, the Company has accumulated losses from operations, no assets, and a net working capital deficiency that raise substantial doubt about its ability to continue as a going concern. Management's plans in regard to these matters are also described in Note 2. The financial statements do not include any adjustments that might result from the outcome of this uncertainty.

/S/ MANTYLA MCREYNOLDS
Mantyla McReynolds

Salt Lake City, Utah
June 28, 2001

<TABLE>
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CHIROPRACTIC 21 INTERNATIONAL, INC.
[A Development Stage Company]
Balance Sheet
April 30, 2001

ASSETS

<S>		<C>	<C>
Assets		\$	-0-

Total Assets		\$	-0-
			=====

LIABILITIES AND STOCKHOLDERS' DEFICIT

Liabilities:

Current Liabilities:			
Accounts payable		\$	0
Payable to shareholder - Note 4			7,947

Total Liabilities			7,947

Stockholders' Deficit:

Capital Stock -- 75,000,000 shares authorized having a par value of \$.004 per share; 1,458,422 shares issued and outstanding - Note 4			5,834
Additional paid-in capital			959,282
Deficit accumulated prior to the development stage			(938,764)
Deficit accumulated during the development stage			(34,299)

Total Stockholders Deficit			(7,947)

Total Liabilities and Stockholders Deficit		\$	-0-
			=====

See accompanying notes to financial statements.

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CHIROPRACTIC 21 INTERNATIONAL, INC.

[A Development Stage Company]

Statements of Operations

For the Years Ended April 30, 2001 and 2000, and for the Period from Reactivation
[December 15, 1998] through April 30, 2001

	2001		2000		Reactivation through April 30, 2001	
<S>	<C>	<C>	<C>	<C>	<C>	<C>
Revenues	\$	-0-	\$	-0-	\$	-0-
General & Administrative Expenses		3,382		30,451		(34,299)
Operating Loss		(3,382)		(30,451)		(34,299)
Net Loss Before Income Taxes		(3,382)		(30,451)		(34,299)
Current Year Provision for Income Taxes		-0-		-0-		-0-
Net Loss	\$	(3,382)	\$	(30,451)	\$	(34,299)
Loss Per Share	\$	(.01)	\$	(.03)	\$	(.03)
Weighted Average Shares Outstanding		1,412,890		1,162,504		1,205,462

See accompanying notes to financial statements.

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CHIROPRACTIC 21 INTERNATIONAL, INC.

[A Development Stage Company]

Statements of Stockholders' Deficit

For the Years Ended April 30, 2001 and 2000, and for the Period from Reactivation
[December 15, 1998] through April 30, 2001

	Common Shares	Common Stock	Additional Paid-in Capital	Accumulated Deficit	Net Stockholders' Deficit
Balance, December 15, 1998					
<S>	<C>	<C>	<C>	<C>	<C>
(date of reactivation)	6,159,732	\$ 24,639	\$ 914,125	\$ (938,764)	\$ 0
Issued Shares for debt, at par	137,890	552			552
Issued Shares to officers for services, at par	6,300,000	25,200			25,200
Reverse split shares, 1for 1(11,199,414)		(44,798)	44,798		
Balance, April 30, 2000	1,398,208	5,593	958,923	(938,764)	25,752
Net loss for the Period from December 16, 1998 through April 30, 2000				(30,917)	(30,917)
Balance, April 30, 2000	1,398,208	5,593	958,923	(969,681)	(5,165)
Issued Shares to professionals for services, Feb. 3, 2001	60,000	240	360		600
Reverse split adjustment	214	1	(1)		0
Net loss for the year ended April 30, 2001				(3,382)	(3,382)

Balance, April 30, 2001	1,458,422 \$	5,834 \$	959,282 \$	(973,063) \$	(7,947)
	=====	=====	=====	=====	=====

See accompanying notes to financial statements.

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CHIROPRACTIC 21 INTERNATIONAL, INC.
[A Development Stage Company]
Statements of Cash Flows

For the Years Ended April 30, 2001 and 2000, and for the Period from Reactivation
[December 15, 1998] through April 30, 2001

	2001	2000	Reactivation through April 30, 2001
Cash Flows from Operating Activities			
<S>	<C>	<C>	<C>
Net Loss	\$ (3,382)	\$ (30,451)	\$ (34,299)
Adjustments to reconcile net income to net cash provided by operating activities:			
Issued stock for services	600	25,200	25,800
Increase in current liabilities	2,782	5,251	8,499
	-----	-----	-----
Net Cash Used for Operating Activities	0	0	0
Net Increase/(Decrease) in Cash	0	0	0
Beginning Cash Balance	0	0	0
	-----	-----	-----
Ending Cash Balance	\$ 0	\$ 0	\$ 0
	=====	=====	=====
Supplemental Disclosure of Cash Flow Information:			
Cash paid during the year for interest	\$ 0	\$ 0	0
Cash paid during the year for income taxes	0	0	0
Supplemental Disclosure of Non-Cash transactions			
Issued stock for debt	\$ 0	\$ 552	552

See accompanying notes to financial statements.

</TABLE>

CHIROPRACTIC 21 INTERNATIONAL, INC.
[A Development Stage Company]
Notes to Financial Statements
April 30, 2001

ORGANIZATION AND SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

(a) Organization

Chiropractic 21 International, Inc. (the Company) incorporated under the laws of the State of Nevada on July 1, 1970, as Instant Hot Water, Inc. The Company became dormant for many years, then was revived under the name Americol Technology, Inc., on August 21, 1982. On May 31, 1983, the Company changed its name to Chiropractic 21 International, Inc., and began developing a computer-based professional practice system for chiropractic physicians. The Company was unsuccessful in this business and became dormant again until December of 1998 when the Directors began efforts to reactivate the Company.

The financial statements of the Company have been prepared in accordance with generally accepted accounting principles. The following summarizes the more significant of such policies:

(b) Income Taxes

The Company has adopted the provisions of Statement of Financial Accounting Standards No. 109 [the Statement], Accounting for Income Taxes. The Statement requires an asset and liability approach for financial accounting and reporting for income taxes, and the recognition of deferred tax assets and liabilities for the temporary differences between the financial reporting bases and tax bases of the Company's assets and liabilities at enacted tax rates expected to be in effect when such amounts are realized or settled. Prior years' consolidated financial statements have not been restated to apply the provisions of the Statement. The cumulative effect of this change in accounting for income taxes as of April 30, 2001 is \$0 due to the valuation allowance established as described in Note 3.

(c) Net Loss Per Common Share

Net loss per common share is based on the weighted-average number of shares outstanding.

(d) Statement of Cash Flows

For purposes of the statements of cash flows, the Company considers cash on deposit in the bank to be cash. The Company had \$0 cash at April 30, 2001.

CHIROPRACTIC 21 INTERNATIONAL, INC.
 [A Development Stage Company]
 Notes to Financial Statements
 April 30, 2001
 [Continued]

ORGANIZATION AND SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

[continued]

(e) Use of Estimates in Preparation of Financial Statements

The preparation of financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates.

LIQUIDITY/GOING CONCERN

The Company has accumulated losses through April 30, 2001 amounting to \$973,063, has no assets, and has a net working capital deficiency at April 30, 2001. These factors raise substantial doubt about the Company's ability to continue as a going concern.

Management plans include finding a well-capitalized merger candidate to recommence its operations. The consolidated financial statements do not include any adjustments that might

result from the outcome of this uncertainty.

NOTE 3 INCOME TAXES

Below is a summary of deferred tax asset calculations on net operating loss carry forward amounts. Loss carry forward amounts expire at various times through 2020. A valuation allowance is provided when it is more likely than not that some portion of the deferred tax asset will not be realized.

Description	NOL		
	Balance	Tax	Rate
Federal Income Tax	\$34,299	\$5,145	15%
Valuation allowance		(5,145)	
Deferred tax asset 4/30/01		\$0	

CHIROPRACTIC 21 INTERNATIONAL, INC.
 [A Development Stage Company]
 Notes to Financial Statements
 April 30, 2001
 [Continued]

NOTE 4 COMMON STOCK/RELATED PARTY TRANSACTION

The Company issued "unregistered" and "restricted" shares of common stock on September 11, 1999 in the following manner:

Number of shares	Recipient	Consideration
137,890	Consultant/shareholder	Reimbursement for expenses paid on behalf of Company
6,300,000	Directors/officers	Services
6,437,890	Total	

On November 9, 1999, the Company's Board of Directors resolved to effect a reverse split of the then outstanding 12,597,622 shares of common stock on the basis of 10 for one, effective December 20, 1999, while retaining the current authorized capital and par value. No stockholder shall own less than 100 post split shares; appropriate adjustments are to be made to the stated capital accounts and capital surplus accounts.

A shareholder has paid general and administrative expenses on behalf of the Company, through April 30, 2001 and 2000, of \$3,382 and \$5,251, respectively. The balance due as of April 30, 2001, is \$7,947. The Company has recorded a liability for this amount which is payable on demand and is non-interest bearing.

On February 3, 2001 the Company issued 60,000 shares of stock at .01 per share for services to professionals for services valued at \$600.

Item 8. Changes in and Disagreements with Accountants on Accounting and Financial Disclosure.

None;

PART III

Item 9. Directors, Executive Officers, Promoters and Control Persons; Compliance with Section 16(a) of the Exchange Act.

Identification of Directors and Executive Officers

The following table sets forth the names of all current directors and

executive officers of the Company. These persons will serve until the next annual meeting of the stockholders or until their successors are elected or appointed and qualified, or their prior resignation or termination.

<TABLE>
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Name	Positions Held	Date of Election or Designation	Date of Termination or Resignation
<S>	<C>	<C>	<C>
Kirsten Lovato.....	Director and President	06/99	*
Nick Lovato	Director and Vice President	07/99	*
Vickie Rosenkrantz.....	Director and secretary	10/99	*

</TABLE>

* These persons presently serve in the capacities indicated.

Business Experience.

Kirsten Lovato, President and a director. Ms. Lovato is 30 years of age. Ms. Lovato graduated from Creighton in Omaha, Nebraska, she currently works as a dental hygentist.

Nick lovato, Vice President and a director. Mr. Lovato is 31 years of age. Mr. Lovato graduated from the University of Utah in June of 1992, with a bachelor of arts in political science. Mr. Lovato is a senior underwriter for Academy Mortgage of Salt Lake City, Utah.

Vickie Rosenkrantz. Secretary and a director. Ms. Rosenkrantz, age 32, has been a director and executive officer of the company since 1999. Ms. Rosenkrantz has most recently worked at Costco, under the marketing department.

Significant Employees.

The Company has no employees who are not executive officers, but who are expected to make a significant contribution to the Company's business.

Family Relationships.

There are no family relationships between any director or executive officer, other than Ms. Lovato and Mr. Lovato are husband and wife.

Involvement in Certain Legal Proceedings.

Except as stated above, during the past five years, no director, person nominated to become a director, executive officer, promoter or control person of the Company:

(1) was a general partner or executive officer of any business against which any bankruptcy petition was filed, either at the time of the bankruptcy or two years prior to that time;

(2) was convicted in a criminal proceeding or named subject to a pending criminal proceeding (excluding traffic violations and other minor offenses);

(3) was subject to any order, judgment or decree, not subsequently reversed, suspended or vacated, of any court of competent jurisdiction, permanently or temporarily enjoining, barring, suspending or otherwise limiting his involvement in any type of business, securities or banking activities; or

(4) was found by a court of competent jurisdiction (in a civil action), the Securities and Exchange Commission or the Commodity Futures Trading Commission to have violated a federal or state securities or commodities law, and the judgment has not been reversed, suspended or vacated.

Each of the Company's directors has filed a Form 3, Statement of Beneficial Ownership, with the Securities and Exchange Commission; there have been no changes in their beneficial ownership of shares of common stock of the Company since the filing of their Form 3.

Item 10. Executive Compensation.

The following table sets forth the aggregate compensation paid by the Company for services rendered during the periods indicated:

<TABLE>

<CAPTION>

SUMMARY COMPENSATION TABLE

(a)	(b)	Long Term Compensation			(f)	(g)	(h)	(i)
		Annual Compensation	Awards	Payouts				
Name and Principal Position	Year or Period Ended	(c) Salary (\$)	(d) Bonus (\$)	(e) Other Annual Compensation	Rest- ricted Stock	Under- dlying Options	LTIP Pay- outs	All Other Comp- ensat'n
Kirsten Lovato, President, Director	03/31/00 03/31/99	0 0	0 0	0 0	210,000 0	0 0	0 0	0 0
Nick Lovato Vice Pres./ Director	03/31/00 03/31/99	0 0	0 0	0 0	210,000 0	0 0	0 0	0 0
Jason Rosenkrantz, Secretary Director	03/31/00 03/31/99	0 0	0 0	0 0	210,000 0	0 0	0 0	0 0

</TABLE>

No cash compensation, deferred compensation or long-term incentive plan awards were issued or granted to the Company's management during the calendar years ending April 30, 2001, 2000 or the period ending on the date of this Report.

Compensation of Directors.

There are no standard arrangements pursuant to which the Company's directors are compensated for any services provided as director. No additional amounts are payable to the Company's directors for committee participation or special assignments.

Employment Contracts and Termination of Employment and Change-in-Control Arrangements.

There are no employment contracts, compensatory plans or arrangements, including payments to be received from the Company, with respect to any director or executive officer of the Company which would in any way result in payments to any such person because of his or her resignation, retirement or other termination of employment with the Company or any subsidiary, any change in control of the Company, or a change in the person's responsibilities following a change in control of the Company.

Item 11. Security Ownership of Certain Beneficial Owners and Management.

Security Ownership of Certain Beneficial Owners.

 THE FOLLOWING TABLE SETS FORTH THE SHARE HOLDINGS OF THOSE PERSONS WHO OWN MORE THAN FIVE PERCENT OF THE COMPANY'S COMMON STOCK AS OF THE DATE HEREOF, TO WIT:

<TABLE>
 <CAPTION>

NAME AND ADDRESS	NUMBER OF SHARES BENEFICIALLY OWNED	PERCENTAGE OF CLASS
-----	-----	-----
<S>	<C>	<C>
KIRSTEN LOVATO** 8667 SNOW MOUNTAIN DRIVE SANDY, UT 84093	210,000	15%
NICK LOVATO** 8667 SNOW MOUNTAIN DRIVE SANDY, UT 84093	210,000	15%
VICKIE ROSENKRANTZ 8850 NORTH REDDEN ROAD PARK CITY, UT 84098	210,000	15%

**NICK LOVATO AND KIRSTEN LOVATO ARE HUSBAND/WIFE.
 </TABLE>

Security Ownership of Management.

THE FOLLOWING TABLE SETS FORTH THE SHARE HOLDINGS OF THE COMPANY'S DIRECTORS AND EXECUTIVE OFFICERS AS OF THE DATE HEREOF, TO WIT:

<TABLE>

NAME AND ADDRESS	NUMBER OF SHARES BENEFICIALLY OWNED AS OF 9/30/99	PERCENTAGE OF OF CLASS
-----	-----	-----
<S>	<C>	<C>
KIRSTEN LOVATO** 8667 SNOW MOUNTAIN DRIVE SANDY, UT 84093	210,000	15%
NICK LOVATO** 8667 SNOW MOUNTAIN DRIVE SANDY, UT 84093	210,000	15%
VICKIE ROSENKRANTZ 8850 NORTH REDDEN ROAD PARK CITY, UT 84098	210,000	15%
ALL THREE DIRECTORS	630,000	45%

</TABLE>
 Changes in Control.

To the knowledge of the Company's management, there are no present arrangements or pledges of the Company's securities which may result in a change in control of the Company.

Item 12. Certain Relationships and Related Transactions.

Transactions with Management and Others.

For a description of transactions between members of management, five percent stockholders, "affiliates", promoters and finders, see the caption "Sales of 'Unregistered' and 'Restricted' Securities Over the Past Three Years" of Item I.

Item 13. Exhibits and Reports on Form 8-K.

None;

Exhibits

None, not applicable;

SIGNATURES

Pursuant to the requirements of Section 13 or 15(d) of the Securities Exchange Act of 1934, the Company has duly caused this Report to be signed on its behalf by the undersigned, thereunto duly authorized.

CHIROPRACTIC 21 INTERNATIONAL, INC.

Date: 7/27/01

/S/ NICK LOVATO
Nick Lovato
Vice President and Director

Pursuant to the requirements of the Securities Exchange Act of 1934, as amended, this Report has been signed below by the following persons on behalf of the Company and in the capacities and on the dates indicated:

CHIROPRACTIC 21 INTERNATIONAL, INC.

Date: 7/27/01

/S/ NICK LOVATO
Nick Lovato
Vice President and Director

Date: 7/16/01

/S/ VICKIE ROSENKRANTZ
Vickie Rosenkrantz
Secretary and Director