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OWNERTEL INC Form 8-A12G January 02, 2002

> UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

> > FORM 8-A

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

OWNERTEL, INC.

(Exact name of registrant as specified in its charter)

Georgia

58-2634747

(State of incorporation or organization)

(IRS Employer Identification No.)

#176, 2870 Peachtree Road, Atlanta, GA 30305

(Address of principal executive offices)

Securities to be registered pursuant to Section 12(b) of the Act:

Title of each class to be so registered

Name of each exchange on which each class is to be registered

Not Applicable

Not Applicable

If this Form relates to the registration of a class of securities pursuant to Section 12(b) of the Exchange Act and is effective pursuant to General Instruction A.(c), check the following box. []

If this Form relates to the registration of a class of securities pursuant to Section 12(g) of the Exchange Act and is effective pursuant to General Instruction A.(d), check the following box. [X]

Securities Act registration statement file number to which this form relates: 333-66360 (if applicable)

Securities to be registered pursuant to Section 12(g) of the Act:

Common Stock, par value \$0.001 (Title of Class)

ITEM 1. DESCRIPTION OF REGISTRANT'S SECURITIES TO BE REGISTERED

The description of securities contained in Registrant's Registration

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Statement on Form SB-2, as amended, filed with the Commission (File No. 333-66360) is incorporated by reference into this registration statement.

ITEM 2. EXHIBITS

EXHIBIT NUMBER	DESCRIPTION OF EXHIBIT
3.1 3.2 4.1	Articles of Incorporation* By-laws* Form of Specimen Stock Certificate*

*Incorporated by reference to the exhibits of the same number in Registrant's Registration Statement on Form SB-2, as amended.

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.

OWNERTEL, INC.

Date: December 31, 2001