

Edgar Filing: PRIME AIR INC - Form 8-K

PRIME AIR INC
Form 8-K
March 24, 2004

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549
FORM 8-K

(Mark One)

CURRENT REPORT

PURSUANT TO SECTION 13 OR 15(D) OF THE
SECURITIES EXCHANGE ACT OF 1934

Commission File Number: 333-28249
PRIME AIR, INC.

(Exact name of Registrant as specified in charter)

| | |
|--|--------------------------|
| NEVADA | Applied For |
| State or other jurisdiction of | I.R.S. Employer I.D. No. |
| incorporation or organization | |
| Suite 601 - 938 Howe Street, Vancouver, British Columbia, CANADA | V6Z 1N9 |
| (Address of principal executive offices) | (Zip Code) |

Issuer's telephone number, including area code: (604) 684-5700

SECURITIES REGISTERED PURSUANT TO SECTION 12(B) OF THE ACT:
Title of each class Name of each exchange on which registered
None N/A

SECURITIES REGISTERED PURSUANT TO SECTION 12(G) OF THE ACT: NONE

Check whether the Issuer (1) has filed all reports required to be filed by section 13 or 15(d) of the Exchange Act of 1934 during the past 12 months (or for such shorter period that the registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days. (1) Yes No (2) Yes 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 registrant's knowledge, in definitive proxy or information statements incorporated by reference in Part III of this Form 8-K or any amendment to this Form 8-K. [N/A]

(i)

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PART III

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ITEM 6. CHANGES IN DIRECTORS

On March 19, 2004, the company announced the addition of Dr. Albert Bruno as a director and the resignation of Wayne Koch from the board.

(B) Index to Exhibits.

The following is a list of all exhibits filed as part of this Report:

| EXHIBIT NUMBER ----- | DESCRIPTION OF DOCUMENT ----- |
|----------------------------|-------------------------------------|
|----------------------------|-------------------------------------|

| | |
|----|---|
| *1 | Power of Attorney (included on signature page). |
|----|---|

*Filed herewith.

SIGNATURES

Pursuant to the requirements of Section 13 or 15(d) of the Securities Exchange Act of 1934, the Registrant has duly caused this Report to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Vancouver, province of British Columbia, on the 19th day of March 2004.

Prime Air, Inc.

By: /s/ Blaine Haug

Blaine Haug
Chairman of the Board and
Chief Executive Officer

KNOW ALL MEN BY THESE PRESENTS, that each person whose signature appears below constitutes and appoints Blaine Haug, his true and lawful attorney-in-fact, proxy and agent, with full power of substitution and reconstitution, for him and in his name, place and stead, in any and all capacities, to act on, sign any and all parts of or amendments to this Quarterly Report on Form 8-K, and to file the same, with all exhibits thereto and other documents in connection therewith, with the Securities and Exchange Commission, granting unto said attorneys-in-fact, proxies and agents, and each of them individually, full power and authority to do and perform each and every act and thing necessary and appropriate to be done in and about the premises, as fully as he might or could do in person, hereby approving, ratifying and confirming all that said attorneys-in-fact, proxies and agents or any of his, her or their substitute or substitutes, may lawfully do or cause to be done by virtue hereof.

Pursuant to the requirements of the Securities Exchange Act of 1934, this Report has been signed below by the following persons on behalf of the Registrant and in the capacities indicated.

| SIGNATURE(S) ----- | TITLE(S) ----- | DATE ---- |
|-----------------------|-------------------|--------------|
|-----------------------|-------------------|--------------|

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/s/ Blaine Haug

Blaine Haug

Chairman of the Board and
Chief Executive Officer

March 19, 2004