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XIN NET CORP  
Form 8-K  
January 23, 2003

SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of  
The Securities Exchange Act of 1934

Date of Report: January 9, 2003

XIN NET, INC.  
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(Exact name of registrant as specified in its charter)

Florida ----- (State or other jurisdiction of incorporation)	0-26559 ----- (Commission File Number)	330-751560 ----- (IRS Employer Identification No.)
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Suite 950, 789 West Pender Street, Vancouver, B.C. Canada V6C 1H2  
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(New address of principal executive offices) (Zip Code)

Registrant's telephone number, including area code: (604) 632-9638

Item 1. Changes in Control of Registrant  
None.

Item 2. Acquisition or Disposition of Assets  
None.

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Item 3. Bankruptcy or Receivership

None.

Item 4. Changes in Registrant's Certifying Accountant

None.

Item 5. Other Events

On January 6, 2003, Xin Net Corp. acquired Windsor Education Academy Inc., a Richmond, British Columbia based school specializing in English as a Second Language (ESL) courses to foreign students. Total consideration was C\$200,000 (about US\$128,00).

Item 6. Resignation of Registrant's Directors

None.

Item 7. Financial Statements & Exhibits

Financial Statements - None.

Exhibits:

10.1 Letter of Intent between Xin Net Corp. and Windsor Education Academy Inc.

Item 8. Change in Fiscal Year

None.

Item 9. Regulation FD Disclosure

None.

### Signatures

Pursuant to the requirements 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.

Date: January 22, 2003

XIN NET CORP.

By: /s/ Ernest Cheung

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Ernest Cheung, Director