FII INTERNATIONAL INC Form 3 October 05, 2006 UNITED STATES SECURITIES AND EXCHANGE COMMISSION FORM 3 Washington, D.C. 20549

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

OMB APPROVAL

OMB 3235-0104 Number: January 31, Expires: 2005 Estimated average burden hours per response... 0.5

6. Individual or Joint/Group

Filing(Check Applicable Line) _X_ Form filed by One Reporting

Person

(Print or Type Responses)

1. Name and Address of Reporting Person <u>*</u> Ngan Alexander		2. Date of Event RequiringStatement(Month/Day/Year)	3. Issuer Name and Ticker or Trading Symbol FII INTERNATIONAL INC [FIII.OB]		
(Last)	(First)	(Middle)	09/29/2006	4. Relationship of Reporting Person(s) to Issuer	5. If Amendment, Date Original Filed(Month/Day/Year)
393A CHA	THAM R	OAD,			× • •
PARAMOU	JNT			(Check all applicable)	
MANSION	FLAT	B4, 7TH			

__X__ Director

__X__Officer

(give title below) (specify below)

President

10% Owner

_ Other

(Street)

KOWLOON,, K3Â

FLOOR

KOWLOON,,Â	K3Â				Person Form filed by More than One Reporting Person			
(City) (S	State)	(Zip)	Table I - Non-Deriva	ative Securit	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)			
Reminder: Report of owned directly or in	ndirectly. Person	s who respond to	of securities beneficially the collection of this form are not	SEC 1473 (7-02	2)			
	require	d to respond unl	ess the form displays a					

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

currently valid OMB control number.

1. Title of Derivative Security	2. Date Exercisable and	3. Title and Amount of	4.	5.	6. Nature of Indirect
(Instr. 4)	Expiration Date	Securities Underlying	Conversion	Ownership	Beneficial Ownership
	(Month/Day/Year)	Derivative Security	or Exercise	Form of	(Instr. 5)
		(Instr. 4)	Price of	Derivative	
			Derivative	Security:	

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Date	Expiration	Title	Amount or	Security	Direct (D)
Exercisable	Date		Number of		or Indirect
			Shares		(I)
					(Instr. 5)

Reporting Owners

Reporting Owner Name / Address		Relationships			
		10% Owner	Officer	Other	
Ngan Alexander 393A CHATHAM ROAD, PARAMOUNT MANSION FLAT B4, 7TH FLOOR KOWLOON,, K3Â	ÂX	Â	Â President	Â	
Signatures					

/s/ Alexander Man-Kit Ngan

10/05/2006

**Signature of Reporting Person

Date

Explanation of Responses:

No securities are beneficially owned

- * If the form is filed by more than one reporting person, see Instruction 5(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. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.