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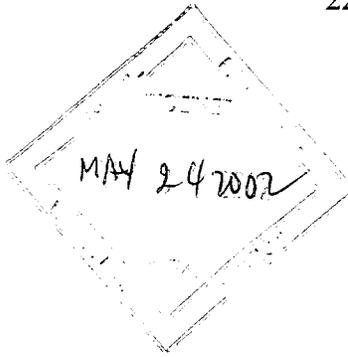
As filed with the Securities and Exchange Commission on May 24, 2002
Commission File Number 24-4424

**SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

**AMENDMENT 6 TO
FORM 1-A
REGULATION A OFFERING STATEMENT
Under
The Securities Act of 1933**

PRIVATE INVESTOR RESERVES CORPORATION

Esparante Building
222 Lakeview Avenue 18th Floor #3
West Palm Beach, FL 33401
(561) 802-4167
(Corporate Office)



James A. Brown
c/o Morris C. Brown
Greenberg Traurig
777 South Flagler Drive
Third Floor East
West Palm Beach, FL 33401

PROCESSED

MAY 28 2002

**THOMSON
FINANCIAL**

Delaware
(State or other
jurisdictions of
incorporation or organization)

6141
(Primary Standard Industrial
Classification Code Number)

52-2187066
(I.R.S. Employer
Identification Number)

**Approximate date of commencement of proposed sale to public:
As soon as practicable after the Regulation A Offering Statement
becomes effective.**

CONSENT OF INDEPENDENT CERTIFIED PUBLIC ACCOUNTANTS

We hereby consent to the use in this Registration Statement on Form 1-A of our report dated June 11, 2001 relating to the financial statements of Private Investor Reserves Corporation as of December 31, 2000 and the reference to our firm under the caption "Experts" in the registration statement.

Stark Winter Schenkein & Co., LLP
Stark Winter Schenkein & Co., LLP
Certified Public Accountants

May 23, 2002
Denver, Colorado

SIGNATURES

The issuer has duly caused this offering statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Palm Beach, State of Florida on May 23, 2002.

Private Investor Reserves Corporation

By: 

David Jennings, Acting President

This offering statement has been signed by the following persons in the capacities and on the dates indicated.



David Jennings
Acting Chief Executive Officer
Director

Date: May 23, 2002



James A. Brown
Chief Financial Officer
Controller

Date: May 23, 2002



Carson H. Powers
Director

Date: May 23, 2002



Christopher C. Flaesch
Director

Date: May 23, 2002