

FORM 3

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(f) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person\*

McCracken Renee  
(Last) (First) (Middle)  
1402 Veteran Ave, #B  
(Street)  
Los Angeles CA 90024  
(City) (State) (Zip)

2. Date of Event Requiring Statement (Month/Day/Year)

11/01/01

3. IRS Identification Number of Reporting Person, if an Entity (Voluntary)

4. Issuer Name and Ticker or Trading Symbol

Reel Staff, Inc.

5. Relationship of Reporting Person to Issuer  
(Check all applicable)

Director  10% Owner  
 Officer (give title below)  Other (specify below)

President, Secretary

6. If Amendment, Date of Original (Month/Day/Year)

7. Individual or Joint/Group Filing (Check applicable line)

Form Filed by One Reporting Person  
 Form Filed by More than One Reporting Person

Table I -- Non-Derivative Securities Beneficially Owned

<TABLE>  
<CAPTION>  
<S>

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)
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Common Stock	3,700,000	(D)	
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