

PROLONG INTERNATIONAL CORP
Form 8-K
May 24, 2004

UNITED STATES
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 (Date of earliest event reported)

May 21, 2004

PROLONG INTERNATIONAL CORPORATION

(Exact name of registrant as specified in its charter)

Nevada
(State or other jurisdiction

of incorporation)

001-14123
(Commission File Number)

74-2234246
(I.R.S. Employer

Identification No.)

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6 Thomas, Irvine, CA
(Address of principal executive offices)

92618
(Zip Code)

Registrant's telephone number, including area code: (949) 587-2700

Not applicable

(Former name or former address, if changed since last report.)

Item 7. Financial Statements and Exhibits.

(c) Exhibits. The following exhibit is filed as part of this report:

<u>Exhibit Number</u>	<u>Description</u>
99.1	Press Release, dated May 21, 2004.

Item 12. Results of Operations and Financial Condition.

On May 21, 2004, the Registrant issued a press release regarding its financial results for the quarter ended March 31, 2004. A copy of the press release issued by the Registrant concerning its financial results is attached hereto as Exhibit 99.1 and incorporated herein by reference.

The foregoing information, including the Exhibit attached hereto, is being furnished under Item 12 Results of Operations and Financial Condition and shall not be deemed filed for purposes of Section 18 of the Securities Exchange Act of 1934, nor shall it be deemed incorporated by reference in any filing under the Securities Act of 1933.

SIGNATURE

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 hereunto duly authorized.

May 24, 2004

PROLONG INTERNATIONAL CORPORATION

/s/ Nicolaas Rosier

Nicolaas Rosier,

Chief Financial Officer

EXHIBIT INDEX

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