

TOULAN ROY D JR
Form 4
January 31, 2005

FORM 4

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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN 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

(Print or Type Responses)

1. Name and Address of Reporting Person *
TOULAN ROY D JR

2. Issuer Name and Ticker or Trading Symbol
BRAVO FOODS
INTERNATIONAL CORP [BRVO]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

BRAVO FOODS
INTERNATIONAL CORP, 11300
US HIGHWAY 1 SUITE 202

3. Date of Earliest Transaction
(Month/Day/Year)
01/10/2005

____ Director
 Officer (give title below)
____ 10% Owner
____ Other (specify below)
Vice President, Secretary

(Street)

NORTH PALM BEACH, FL 33408

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
____ Form filed by More than One Reporting Person

(City) (State) (Zip)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| | | | Code | V | Amount | (A) or (D) | Price |
| Common stock | 01/10/2005 | | J | | 300,000 | A | \$ 0.08 |
| Common stock | 01/10/2005 | | J | | 100,000 | A | \$ 0.28 |
| Common stock | 01/10/2005 | | J | | 151,615 | A | \$ 0.05 |
| Common stock | 01/10/2005 | | J | | 45,000 | A | \$ 0.15 |
| | 01/10/2005 | | J | | 303,506 | A | \$ 0.1 |
| | | | | | 415,000 | D | |
| | | | | | 515,000 | D | |
| | | | | | 666,615 | D | |
| | | | | | 711,615 | D | |
| | | | | | 1,015,121 | D | |

Common
stock

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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

| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transaction Code (Instr. 8) | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | | |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--------|-------------------------|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | Amount Number of Shares |
| Options | \$ 0.4 | 01/10/2005 | | J | 100,000 | 12/31/2002 | 12/30/2007 | Common | 100,000 |
| Options | \$ 0.4 | 01/10/2005 | | J | 100,000 | 12/31/2003 | 12/31/2008 | Common | 100,000 |
| Options | \$ 0.4 | 01/10/2005 | | J | 100,000 | 12/31/2004 | 12/31/2008 | Common | 100,000 |

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

TOULAN ROY D JR
BRAVO FOODS INTERNATIONAL CORP
11300 US HIGHWAY 1 SUITE 202
NORTH PALM BEACH, FL 33408

Vice President, Secretary

Signatures

/s/ Roy D.
Toulan, Jr 01/28/2005

**Signature of Reporting Person Date

Explanation of Responses:

* If the form is filed by more than one reporting person, see Instruction 4(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).

J 300,000 shares conversion (swap) of options for common stock pursuant to compensation plan; 100,000 shares issued pursuant to (1) employment agreement; 151,615 and 45,000 shares issued pursuant to deferred compensation plan; 303,506 issued in payment of services rendered pre-employment.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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