			PPROVAL /		
		/ OMB Number:	3235-0104 /		
		/ Estimated ave	ecember 31, 2001 / erage burden /		
			sponse5 /		
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FORM 3 ++	U.S. SECURITIES AND EXCHANGE Washington, D.C. 205				
INIT	IAL STATEMENT OF BENEFICIAL OWNE	RSHIP OF SECUR	ITIES		
	nt to Section 16(a) of the Secur				
	(a) of the Public Utility Holdin ction 30(f) of the Investment Co				
	ress of Reporting Person*				
	erprises Limited				
(Last)	(First)		(Middle)		
Suite 835A					
	(Street)				
Europort,	Gilbraitar				
(City)	(State)		(Zip)		
2. Date of Event	t Requiring Statement (Month/Day	/Year)	7/11/00		
3. IRS or Social	l Security Number of Reporting P	erson (Volunta			
	and Ticker or Trading Symbol So	•			
			<u>-</u>		
·	of Reporting Person to Issuer (Check all appl:	icable)		
Director	Officer X				
	(give title below)		, , , ,		
	, Date of Original (Month/Day/Ye		·		
	r Joint/Group Filing (Check appl	icable Line)			
	ed by One Reporting Person ed by More than One Reporting Pe	rson			
Tab.	le INon-Derivative Securities	Beneficially O	wned		
	2. Amount of 3. Owner		Nature of		
of Security	Securities Bene- Direct ficially Owned Today	t (D) or	Indirect Bene-		
	Securities Bene- Direc ficially Owned Indir (Instr. 4) (Inst	r. 5)	(Instr. 5)		
	6,360,219(1)				
	filed by more than one Reportin	g Person, see	instruction		
5(b)(v). See Atta Reminder: Report	achment I. on a separate line for each cla				
	r indirectly. (Print or Type Respon		•		
owned directly o	** '				
owned directly o					
++	ntinued) Table IIDerivative Se	curities Benefi	icially Owned		
++ FORM 3 (COI	ntinued) Table IIDerivative Se .g., puts, calls, warrants, opti				
++ FORM 3 (col					

Security (Instr. 4)	Expir Date	le and ation h/Day/	Underlying Deri (Instr. 4)	vative Security	or Exercise Price of Derivative Security	Form of Derivative Security: Direct (D) or In-	direct Bene- ficial Ownership (Instr. 5)	
	Date Exer- cisable	Expira- tion Date	Title	Amount or Number of Shares	Security	direct (I) (Instr. 5)		
Warrant	Immed.	10/18/01	Common Stoc	k 212,675	\$2.251	D		

Explanation of Responses:

(1) This number is derived from preferred stock holdings of the reporting person that will convert automatically upon the closing of the Company's IPO (the "IPO"), currently scheduled for July 17, 2000. The reporting person holds 1,759,134 shares of Series B Convertible Preferred Stock that will convert automatically into approximately 2,931,889 shares of company Common Stock upon the closing of the IPO and 3,428,329 shares of Series C Convertible Preferred Stock that will convert automatically into the same number of shares of Common Stock upon the closing of the IPO.

Lee Ying Cheung	Louise Garbarino	July 11, 2000
Name: Lee Ying Cheung Title: Director **Signature of Reporting	Louise Garbarino Secretary Person	Date

^{**} 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.

Page 2 of 3

Table 1 - Non-Derivative Securities Beneficially Owned

Name and Address of	Title of Security	Amount of Securities	Ownership Form	Nature of Indirect Beneficial Ownership
Beneficial Owner		Beneficial Owned		
Morningside Technologies, Inc. 22/F, Hang Lung Centre 2-20 Paterson Street Causeway Bay, Hong Kong	Common Stock	6,360,219 (1)	I	Sole stockholder of Maxtech Enterprises Limited
Morningside CyberVentures Holdings Limited	Common Stock	6,360,219 (1)	I	Sole stockholder of Morningside Technologies, Inc.
Verrall Limited, as trustee of The NTX-II Trust c/o Dickinson, Cruickshank & Co.33/37, Athol Street Douglas IM1 1LB Isle of Man	Common Stock	6,360,219 (1)	I	Sole stockholder of Morningside Cyber- Ventures Limited. Verrall Limited controls indirectly, through The NTX-II Trust, a 100% ownership interest in by Maxtech Enterprises Limited and has sole power to vote and dispose of the shares of the shares of Sohu held by Maxtech Enterprises Limited.

(1) See note on page 2 of Form 3

Table 2--Derivative Securities Beneficially Owned

Name and Address of Beneficial Owner	Title of Security	Date Exer- cisable and Expiration Date (Month/Day/ Year)		Title and Amount of Securities Underlying Derivative Security (Instr. 4)		Conversion or Exercise Price of Derivative Security	Ownership Form of Derivative Security	Nature of In- direct Bene- ficial Ownership
		Date Exer- cisable	Expira- tion Date	Title	Amount or Number of Shares			
Morningside Fechnologies, Inc. 22/F, Hang Lung Centre 2-20 Paterson Street Causeway Bay, Hong Kong	Warrant	Immed.	10/18/01	Common Stock	212,675	\$2.251	I	Sole stock holder of Maxtech Enterprises Limited
Morningside CyberVentures Holdings .imited	Warrant	Immed.	10/18/01	L Common Stock	212,675	\$2.251	I	Sole stock holder of Morningside Technologies, Inc.
/errall .imited,as .rustee of The NTX-II .rust c/o .orkinson, .ruickshank & .co. 33/37, Ath .street Douglas .M1 1LB .sle of Man		Immed.	10/18/03	Common Stock	212,675	\$2.251	I	Sole stockholder of Morning side CyberVentures Holdings Limited. Verrall Limited controls indirectly, throug The NTX-II Trust, a 100% ownership interest in Maxtech Enterprise Limited and has sole power to vote and dispose of the shares of Sohu held by Maxtech Enterprise Limited.