INFOINTERACTIVE1.DOC/8-15-01 1. EDGAR VERSION SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

SCHEDULE 13D/A (Rule 13d-101)

INFORMATION TO BE INCLUDED IN STATEMENTS FILED PURSUANT TO RULE 13d-1(a) AND AMENDMENTS THERETO FILED PURSUANT TO RULE 13d-2(a) (Amendment No. 1) *

InfoInterActive Inc.

(Name of Issuer)

Common Shares, no par value

(Title of Class of Securities)

45691810C

(CUSIP Number)

F. Thomas Dunlap

Senior Vice President, General Counsel and Secretary Intel Corporation

2200 Mission College Boulevard Santa Clara, CA 95052 Telephone: (408) 765-8080

(Name, Address and Telephone Number of Person Authorized to Receive Notices and Communications)

July 19, 2001 _____

(Date of Event which Requires Filing of this Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition that is the subject of this Schedule 13D, and is filing this schedule because of Rule 13d-1 (e), 13d-1 (f) or 13d-1 (g), check the following box [].

*The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 (the "Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act.

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INTEL CORPORATION NAME OF REPORTING PERSON: S.S. or I.R.S. IDENTIFICATION NO. OF ABOVE PERSON:

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP** (a)[] (b)[]

REQUIRED PURSUANT TO ITEM 2(d) OR 2(e)

SOURCE OF FUNDS**

4 .

PERSON WITH

3. SEC USE ONLY

WC

-0-

CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS []

6. CITIZENSHIP OR PLACE OF ORGANIZATION: DELAWARE

7. SOLE VOTING POWER: -0-NUMBER OF 8. SHARED VOTING POWER: -0-SHARES BENEFICIALLY OWNED BY EACH 9. SOLE DISPOSITIVE POWER: -0-REPORTING

10. SHARED DISPOSITIVE POWER:

11. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH

REPORTING PERSON:

12. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11)

EXCLUDES CERTAIN SHARES** []

13. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW

(11): 0.0%

14. TYPE OF REPORTING PERSON:

0.0% CO

-0-

**SEE INSTRUCTIONS BEFORE FILLING OUT!

Intel Corporation ("Intel" or the "Reporting Person") hereby amends its statement on Schedule 13D filed with the Securities and Exchange Commission on March 8, 2000 with respect to the Common Shares (the "Common Shares") of InfoInteractive Inc.

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ITEM 2. Identity and Background.

(a) Name of Person Filing:

Intel Corporation (the "Reporting Person")

(b) Address of Principal Business Office:

2200 Mission College Boulevard Santa Clara, CA 95052-8119

(c) Principal Business:

Manufacturer of microcomputer components, modules and systems.

(d) Criminal Proceedings:

During the last five years, neither the Reporting Person nor any executive officer or director of the Reporting Person has been convicted in any criminal proceeding.

(e) Civil Proceedings:

During the last five years, neither the Reporting Person nor any executive officer or director of the Reporting Person has been party to any civil proceeding of a judicial or administrative body of competent jurisdiction as a result of which such person was or is subject to any judgment, decree or final order enjoining future violations of, or prohibiting or mandating activities subject to, Federal or State securities laws or finding any violation with respect to such laws.

(f) Place of Organization:

Delaware

Attached hereto as Appendix A is information required by this Item 2 with respect to the executive officers and directors of the Reporting Person. All such individuals are U.S. citizens, except as otherwise indicated on Appendix A.

ITEM 5. Interest in Securities of the Issuer.

(a) Number of Shares Beneficially Owned: 0 shares

Percent of Class: 0.0% of the Issuer's outstanding Common Shares, (based upon 19,817,671 Common Shares issued and outstanding as of May 18, 2001 as represented by the Issuer).

(b) Sole Power to Vote, Direct the Vote of, or Dispose of Shares: 0 shares

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(c) Recent Transactions: On May 18, 2001, the Issuer entered into an Acquisition Agreement (the "Acquisition Agreement") with America Online, Inc. ("AOL") and IAN Acquisition ULC ("Acquirer") providing for, among other things, the acquisition of all of the outstanding Common Shares of Issuer (the "Arrangement"). On July 19, 2001, AOL, Acquirer and the Issuer effected the transactions contemplated by the Acquisition Agreement and executed the Arrangement. As a result thereof, all of the 1,803,922 Common Shares beneficially owned by Reporting Person were transferred to AOL and Acquirer in exchange for a purchase price equal to \$1.42 per Common Share. This Schedule 13D/A reflects the disposition of all of the Common Shares held by the Reporting Person as a result of AOL's acquisition of the Issuer through Acquirer, its wholly-owned subsidiary.

- (d) Rights with Respect to Dividends or Sales Proceeds: N/A
- (e) Date of Cessation of Five Percent Beneficial Ownership: July 19, 2001

ITEM 6. Contracts, Arrangements, Understandings or Relationships with Respect to Securities of the Issuer.

The information set forth in Item 5(c) is incorporated herein by reference. The Reporting Person, the Acquirer and AOL entered into a Shareholder Agreement dated May 18, 2001 (the "Shareholder Agreement") pursuant to which the Reporting Person agreed to vote all of the Common Shares owned by it in favor of the approval, adoption, consent and ratification of the Arrangement and the Acquisition Agreement.

ITEM 7. Material to be Filed as Exhibits.

The Acquisition Agreement and the Shareholder Agreement are incorporated herein by reference to Exhibits 1 and 4, respectively, of the Statement on Form 13D filed by AOL Time Warner Inc. and AOL on May 29, 2001.

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SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Dated as of Aug. 15, 2001.

INTEL CORPORATION

By: /s/F. Thomas Dunlap, Jr.

F. Thomas Dunlap, Jr.

Senior Vice President, General
Counsel and Secretary

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APPENDIX A

DIRECTORS

The following is a list of all Directors of Intel Corporation and certain other information with respect to each Director. All Directors are United States citizens except as indicated below.

Name: Craig R. Barrett

Business Intel Corporation, 2200 Mission College Address: Boulevard, Santa Clara, CA 95052

Principal President and Chief Executive Officer Occupation:

Name, principal Intel Corporation, a manufacturer of

business and address of corporation or

microcomputer components, modules and systems. 2200 Mission College Boulevard Santa Clara, CA 95052

other

organization in which employment is conducted:

Name: John Browne

BP Amoco p.l.c., Britannic House, 1 Finsbury Business

Address: Circus, London EC2M 7BA

Principal Group Chief Executive

Occupation:

Name, principal The BP Amoco p.l.c., an integrated oil

business and company.

address of Britannic House, 1 Finsbury Circus

corporation or London EC2M 7BA

other

organization in which employment is conducted:

Citizenship: British

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Winston H. Chen Name:

Paramitas Foundation, 3945 Freedom Circle, Business

Suite 760, Santa Clara, CA 95054

Principal Chairman

Occupation:

Address:

Name, principal Paramitas Foundation, a charitable foundation.

business and 3945 Freedom Circle, Suite 760

Santa Clara, CA 95054 address of

corporation or other

organization in which employment is conducted:

Name: Andrew S. Grove

Intel Corporation, 2200 Mission College Business

Address: Boulevard, Santa Clara, CA 95052

Principal Chairman of the Board of Directors

Occupation:

organization in which employment is conducted:

other

Name, principal Intel Corporation, a manufacturer of

microcomputer components, modules and systems. business and

address of 2200 Mission College Boulevard

Santa Clara, CA 95052 corporation or

Name: D. James Guzy

Business The Arbor Company, 1340 Arbor Road, Menlo

Address: Park, CA 94025

Principal Chairman

Occupation:

The Arbor Company, a limited partnership engaged in the electronics and computer

industry. address of corporation or 1340 Arbor Road other Menlo Park, CA 94025

organization in

which employment is conducted:

Name, principal

business and

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Reed E. Hundt Name:

Business Charles Ross Partners LLC, 1909 K Street NW,

Suite 820, Washington, DC 20006 Address:

Principal Principal Partner

Occupation:

Name, principal Charles Ross Partners LLC, a law firm.

business and 1909 K Street ..., Washington, DC 20006 1909 K Street NW, Suite 820

corporation or

other

organization in which employment is conducted:

Name: David S. Pottruck

Business The Charles Schwab Corporation, 101 Montgomery

Address: Street, San Francisco, CA 94104

Principal President and Co-Chief Executive Officer

Occupation:

Name, principal The Charles Schwab Corporation, a financial

business and services provider address of 101 Montgomery Street corporation or San Francisco, CA 94104

other

organization in which employment is conducted:

Name: Jane E. Shaw

Business AeroGen, Inc., 1310 Orleans Drive, Sunnyvale,

CA 94089 Address:

Chairman and Chief Executive Officer Principal

Occupation:

Name, principal AeroGen, Inc., a pulmonary drug delivery

business and company

1310 Orleans Drive address of corporation or Sunnyvale, CA 94089

other organization in which employment is conducted:

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Name: Leslie L. Vadasz

Business 2200 Mission College Boulevard, Santa Clara,

Address: CA 95052

Principal Executive Vice President; President, Intel

Occupation: Capital

Name, principal Intel Corporation, a manufacturer of

business and microcomputer components, modules and systems. address of 2200 Mission College Boulevard

corporation or Santa Clara, CA 95052

other organization in which employment is conducted:

David B. Yoffie Name:

Business Harvard Business School, Morgan Hall 215, Address: Soldiers Field Park Road, Boston, MA 02163

Principal Max and Doris Starr Professor of International

Business Administration Occupation:

Name, principal Harvard Business School, an educational

business and institution.

address of

Harvard Business School

corporation or

Morgan Hall 215, Soldiers Field Park Road

Boston, MA 02163

other

organization in which employment is conducted:

Name: Charles E. Young

University of Florida, 226 Tigert Hall, P.O. Business

Box 113150, Gainesville, FL 32610 Address:

Principal President of the University of Florida

Occupation:

Name, principal University of Florida 226 Tigert Hall business and address of P.O. Box 113150 corporation or Gainesville, FL 32610

other

organization in which employment is conducted:

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EXECUTIVE OFFICERS

The following is a list of all executive officers of Intel Corporation excluding executive officers who are also directors. Unless otherwise indicated, each officer's business address is 2200 Mission College Boulevard, Santa Clara, California 95052-8119, which address is Intel Corporation's business address.

Andy D. Bryant

Executive Vice President; Chief Financial and Title:

Enterprise Services Officer

Name: Sean M. Maloney

Executive Vice President; General Manager, Intel Title:

Communications Group

Citizens British

hip:

Paul S. Otellini

Title: Executive Vice President; General Manager, Intel

Architecture Business Group

Name: Michael R. Splinter

Title: Executive Vice President; General Manager, Sales and

Marketing Group

Name: F. Thomas Dunlap, Jr.

Title: Senior Vice President; General Counsel and Secretary

Name: Ronald J. Smith

Title: Senior Vice President; General Manager, Wireless

Communications and Computing Group

Robert J. Baker Name:

Vice President; General Manager, Technology and Title:

Manufacturing Group

Name: Arvind Sodhani

Title: Vice President, Treasurer