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MISSION WEST PROPERTIES INC

Form AW

March 31, 2006

MISSION WEST PROPERTIES, INC.  
10050 Bاندley Drive  
Cupertino, CA 95014

March 30, 2006

Securities and Exchange Commission  
Division of Corporation Finance  
100 F Street, N.E.  
Washington, DC 20549

Re: Mission West Properties, Inc.

Ladies and Gentlemen,

Pursuant to Rule 177 under the Securities Act of 1933, as amended, Mission West Properties (the "Registrant") hereby requests the withdrawal today of the post-effective amendment no. 2 to registration statement on Form S-4 on Form S-3 filed on March 29, 2006 because it was inadvertently filed under the incorrect EDGAR submission tag, S-3/A, and a new post-effective amendment no. 2 to registration statement on Form S-4 on Form S-3 has been re-filed today under the submission tag, POS AM. No securities have been sold in connection with the offering.

Very truly yours,

MISSION WEST PROPERTIES, INC.

By: /s/ Wayne N. Pham

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Wayne N. Pham  
Vice President of Finance