

Edgar Filing: STONEPATH GROUP INC - Form RW

STONEPATH GROUP INC
Form RW
April 17, 2006

[Stonepath Group Letterhead]

April 14, 2006

VIA EDGAR

Securities and Exchange Commission
100 F. Street, NE
Washington, DC 20549-1090

Re: Registration Statement on Form S-1
Registration No. 333-129306

Ladies and Gentlemen:

Pursuant to Rule 477(a) promulgated under the Securities Act of 1933, as amended, Stonepath Group, Inc. (the "Company") hereby applies for the immediate withdrawal of the above-mentioned Registration Statement. No securities were sold in connection with the offering covered by that Registration Statement.

Since the Company has regained its eligibility to use a Form S-3 Registration Statement for the offering, the Company has elected, after a conversation with the Staff, to proceed with the registration of the offering using that form. The Company is filing such a registration statement immediately after the filing of this application.

Please feel free to call Brian S. North, Esquire ((215) 665-3828) or Virginia W. Wei, Esquire ((206) 336-5400) if you have any questions with respect to this application.

Very truly yours,

Stonepath Group, Inc.

By: /s/ Robert Arovas

President

cc: Hannah Teshome, Esquire

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