

STONEPATH GROUP INC

Form S-3

April 17, 2006

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**As filed with the Securities and Exchange Commission on April 17, 2006**  
**Registration No. 333-**

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

**FORM S-3**  
**REGISTRATION STATEMENT UNDER**  
**THE SECURITIES ACT OF 1933**

**STONEPATH GROUP, INC.**

*(Exact name of Registrant as specified in its charter)*

**Delaware**

*(State or other jurisdiction of  
incorporation or organization)*

**65-0867684**

*(I.R.S. Employer  
Identification Number)*

**2200 Alaskan Way, Suite 200**  
**Seattle, WA 98121**  
**(206) 336-5400**

*(Address, including zip code, and telephone number, including area code, of  
Registrant's principal executive offices)*

**Robert Arovas**  
**President and Chief Financial Officer**  
**Stonepat**