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FORCE PROTECTION INC
Form RW
March 18, 2004

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U.S. Securities and Exchange Commission
Division of Corporation Finance
450 Fifth Street, N.W.
Washington, D.C. 20549

Re: Force Protection, Inc.
Registration Statement on Form SB-2
File No. 333-112227

To Whom It May Concern:

Pursuant to Rule 477(a) promulgated under the Securities Act of 1933, as amended (the "Securities Act"), Force Protection, Inc. (the "Registrant") hereby respectfully requests that the Securities and Exchange Commission consent to the withdrawal of its Registration Statement on Form SB-2 (File No. 333-112227) originally filed on January 27, 2004, together with all exhibits and amendments thereto (collectively, the "Registration Statement").

The Registration Statement covered the resale of certain shares of the Registrant's Common Stock by the Registrant's stockholders. The Registration Statement has not been declared effective and no shares of Common Stock of the Registrant have been or will be resold pursuant to the Registration Statement.

The Registrant further requests that, pursuant to Rule 477(c), an order with the date of the granting of the withdrawal be included in the file for the aforementioned Registration Statement in the following manner: "Withdrawn upon the request of the Registrant, the Commission consenting thereto."

Please forward copies of the order consenting to the withdrawal of the Registration Statement to the undersigned at 9801 Highway 78, #3, Ladson, South Carolina 29456, and Amy Trombly, Esq. 1163 Walnut Street, Suite 7 Newton, MA 02461. If you have any questions regarding this request, please call Ms. Amy Trombly at (617) 243-0850.

Thank you for your assistance.

Very truly yours,

Force Protection, Inc.

/S/Michael Watts

Michael Watts
Chief Executive Officer