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FORCE PROTECTION INC
Form SB-2/A
April 13, 2004

AS FILED WITH THE SECURITIES AND EXCHANGE COMMISSION ON APRIL 13, 2004

REGISTRATION NO. 333-114263

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

AMENDMENT 1
TO THE
FORM SB-2

REGISTRATION STATEMENT UNDER THE SECURITIES ACT OF 1933

FORCE PROTECTION, INC.

(Name of small business issuer in its charter)

| | | |
|---|---|---|
| Colorado | 3795 | 84-1383888 |
| (State of other jurisdiction of incorporation) | (Primary Standard Industrial Classification Code) | (IRS Employer Identification Number) |

9801 Highway 78, #3
Ladson, South Carolina 29456
(843) 740-7015
(Address and telephone number of principal executive offices)

9801 Highway 78, #3, Ladson, South Carolina 29456
(843) 740-7015
(Address of principal place of business or intended principal place of business)

Michael Watts, Chief Executive Officer
9801 Highway 78, #3
Ladson, South Carolina 29456
(843) 740-7015
(Name, address and telephone number of agent for service)

Copies of communications to:

Amy Trombly
80 Dorcar Road
Newton, MA 02459
(617) 243-0850

Approximate date of proposed sale to the public: As soon as practicable after the effective date of this Registration Statement.

If any of the securities being registered on this Form are to be offered on a delayed or continuous basis pursuant to Rule 415 under the Securities Act of 1933 check the following box. [X]

If this Form is filed to register additional securities for an offering pursuant to Rule 462(b) under the Securities Act, check the following box and list the

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Securities Act registration statement number of the earlier effective registration statement for the offering. []

If this Form is post-effective amendment filed pursuant to Rule 462(c) under the Securities Act, check the following box and list the Securities Act registration statement number of the earlier effective registration statement for the same offering. []

If delivery of the prospectus is expected to be made pursuant to Rule 434, please check the following box. []

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CALCULATION OF REGISTRATION FEE

| Title of each class of securities to be registered | Proposed maximum Amount to be registered(1) | Proposed maximum offering price per security(2) | Amount of Aggregate offering price |
|--|---|---|------------------------------------|
| Common stock, no par value per share | 65,000,000 | \$0.275 | \$17,875,000 |