

STONEPATH GROUP INC
Form 4
November 06, 2002

FORM 4

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b)

OMB APPROVAL	

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UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549
STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person*

Lawn	Aloysius	T.
-----	-----	-----
(Last)	(First)	(MI)

c/o Talk America Holdings, Inc.
6805 Route 202

(Street)

New Hope	PA	18938
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(City)	(State)	(Zip)

2. Issuer Name and Ticker or Trading Symbol

Stonepath Group, Inc. (STG)

3. I.R.S. Identification Number
of Reporting Person, if an entity (Voluntary)

4. Statement for Month/Day/Year

November 5, 2002

5. If Amendment, Date of
Original (Month/Day/Year)

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|
|

6. Relationship of Reporting Person(s) to Issuer (Check all applicable)

- | | |
|--|--|
| <input checked="" type="checkbox"/> Director | <input type="checkbox"/> 10% Owner |
| <input type="checkbox"/> Officer | <input type="checkbox"/> Other (specify below) |

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(give title below)

7. Individual or Joint/Group Filing (Check Applicable Line)

Form filed by One Reporting Person
 Form filed by More than One Reporting Person

TABLE I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

Table with 5 columns: 1. Title of Security (Instr. 3), 2. Transaction Date (Month/Day/Year), 2A. Deemed Execution Date, if any (Month/Day/Year), 3. Transaction Code (Instr. 8), 4. Security Disposition (Instr. 8), and Amount.

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			Day/Year)	
				Code
Options granted under the Stonepath Group, Inc. Amended and Restated 2000 Stock Incentive Plan	\$1.45		11/5/02	A

1. Title of Derivative Security (Instr. 3)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)		
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Options granted under the Stonepath Group, Inc. Amended and Restated 2000 Stock Incentive Plan	(1)	11/5/12	Common Stock	15,000

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