BENAVIDES ROSA LISETTE NACIF Form SC 13G/A December 14, 2004

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, DC 20549

SCHEDULE 13G/A

UNDER THE SECURITIES EXCHANGE ACT OF 1932 (Amendment No. 1)(1)
TARRANT APPAREL GROUP
(Name of Issuer)
Common Stock, no par value
(Title of Class of Securities)
876289 109
(CUSIP Number)
December 2, 2004
(Date of Event Which Requires Filing of this Statement) Check the appropriate box to designate the rule pursuant to which this Schedule is filed: [_] Rule 13d-1(b) [X] Rule 13d-1(c) [_] Rule 13d-1(d)
(1) The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page. The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

CUSIP No. 876289 109 13G/A

Page 2 of 5 Pages

^{1.} NAME OF REPORTING PERSONS

S.S. OR I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS

Rosa Lisette Nacif Benavides

2. CHECK	THE APPI	ROPRIATE BOX IF A MEMBER OF A GROUP*	(a) [_] (b) [_]
3. SEC US	E ONLY		
		R PLACE OF ORGANIZATION	
Republ	ic of Me	exico	
NUMBER OF	5.	SOLE VOTING POWER	
SHARES		0	
BENEFICIALL	Y 6.	SHARED VOTING POWER	
OWNED BY		0	
EACH	7.	SOLE DISPOSITIVE POWER	
REPORTING		0	
PERSON	8.	SHARED DISPOSITIVE POWER	
WITH		0	
9. AGGREG	ATE AMOU	UNT BENEFICIALLY OWNED BY EACH REPORTING	PERSON
0			
10. CHECK	BOX IF	THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES	CERTAIN SHARES*
			[_]
11. PERCEN	T OF CLA	ASS REPRESENTED BY AMOUNT IN ROW 9	
0%			
12. TYPE O	F REPOR	TING PERSON*	
IN			
		2	
Item 1(a).	Name of	Issuer:	
	Tarrant	Apparel Group	
Item 1(b).	Address	of Issuer's Principal Executive Office	s:
	3151 Ea	ast Washington Boulevard	
		geles, CA 90023	

Item 2(a).	Name of Person Filing:		
	Rosa Lisette Nacif Benavides		
(b).	Address of Principal Business Office, or if None, Residence:		
	Edgar Allen Poe #231 Col. Polanco, C.P. 11550 Mexico, D.F.		
(c).	Citizenship:		
	Republic of Mexico		
(d).			
	Common Stock, no par value		
(e).	CUSIP Number:		
	876289 109		
Item 3.	3. If This Statement is Filed Pursuant to Rule 13d-1(b), or 13d-or (c), Check Whether the Person Filing is a:		
	Not Applicable		
Item 4.	Ownership:		
	See Rows 5 through 9 and 11 of the cover page for each Reporting Person.		
Item 5.	Ownership of Five Percent or Less of a Class:		
	Not Applicable.		
Item 6.	Ownership of More Than Five Percent on Behalf of Another Person:		
	Not Applicable.		
	3		
Item 7.	Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on by the Parent Holding Company or Control Person:		
	Not Applicable.		

Item 8. Identification and Classification of Members of the Group:

Not Applicable.

Not implicable.

Item 9. Notice of Dissolution of Group:

Not Applicable.

Item 10. Certification:

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having such purpose or effect.

4

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

December 14, 2004 /s/ Rosa Lisette Nacif Benavides

Rosa Lisette Nacif Benavides

5