

FORCE PROTECTION INC
Form RW
December 14, 2006

Force Protection Inc.
9801 Highway 78, #1
Ladson, SC 29456
www.forceprotection.net

December 14, 2006

U.S. Securities and Exchange Commission
Division of Corporation Finance
100 F Street, N.E.
Washington, D.C. 20549

Attn: Messeret Nega

Re: Force Protection, Inc.
Registration Statement on Form S-3
File No. 333-136701

Dear Messeret Nega:

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 S-3 (File No. 333-136701) originally filed on August 17, 2006, together with all amendments and exhibits thereto (collectively, the Registration Statement).

The Registration Statement covered the resale of certain shares of the Registrant s Common Stock by the Registrant s stockholder. 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of the withdrawal be included in the file for the aforementioned Registration Statement in the following manner: Withdrawn upon the request of the Registrant, the Commission consenting thereto.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, Building No. 1, Ladson, SC 29456, and Amy Trombly, Esq., Trombly Business Law, 1320 Centre Street, Suite 202, Newton, MA 02459. If you have any questions regarding this request or need any additional information, please call Amy Trombly at (617) 243-0060.

Thank you for your assistance.

Very truly yours,

Force Protection, Inc.

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/s/ Gordon McGilton
Gordon McGilton
Chief Executive Officer
