## Edgar Filing: STONEPATH GROUP INC - Form 4

STONEPAT Form 4 October 12,	ГН GROUP INC 2005									
FORM 4 UNITED STATES SECURITIES AND EXC Washington, D.C. 205 Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).					0549 FICIAL O ities Excha mpany Act	N OMB Number: Expires: Estimated burden hou response	urs per			
(Print or Type 1. Name and TOTAH JA	Address of Reporting	:	Symbol	er Name <b>an</b> EPATH C		r Trading INC [STG]	Issuer	of Reporting Per	rson(s) to	
(Last) (First) (Middle) 2200 ALASKAN WAY, #200			3. Date of Earliest Transaction (Month/Day/Year) 10/07/2005				(Check all applicable) <u>X</u> Director (give title <u>10%</u> Owner Director (give title <u>below</u> ) CEO			
SEATTLE		4. If Amendment, Date Original Filed(Month/Day/Year)				6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person				
(City) 1.Title of Security (Instr. 3)	(State) 2. Transaction Date (Month/Day/Year)	(Zip) 2A. Deemed Execution E any (Month/Day	d Date, if	3. Transactio Code	4. Securi onAcquirec Disposec (Instr. 3,	ties I (A) or I of (D) 4 and 5) (A) or	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	of, or Beneficia 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect	
Reminder: Re	port on a separate line	e for each clas	ss of secu	urities bene	Perse infor requi	ons who res mation cont red to resp	or indirectly. spond to the colle tained in this forr ond unless the fo ntly valid OMB co	n are not orm	SEC 1474 (9-02)	

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

 (e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5. Number of	6. Date Exercisable and	7. Title and Amount of
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	orDerivative	Expiration Date	Underlying Securities
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)

number.

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(Instr. 3)	Price of Derivative Security		(Month/Day/Year)	(Instr. 8	Dis	quired (Asposed of str. 3, 4,	f (D)				
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount Number Shares
Employee Stock Option (right to buy)	\$ 0.91	10/07/2005		А	30	00,000		<u>(1)</u>	10/08/2015	Common Stock	300,00 (1)

## **Reporting Owners**

Reporting Owner Name / Addre	ess	Relationships						
	Director	10% Owner	Officer	Other				
TOTAH JASON 2200 ALASKAN WAY								
#200			CEO					
SEATTLE, WA 98121 Signatures								
/s/ Jason F. Totah	10/12/2005							

<u>\*\*</u>Signature of Reporting Person

## **Explanation of Responses:**

\* If the form is filed by more than one reporting person, see Instruction 4(b)(v).

Date

- \*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) The Options covered by this Report vest 50% immediately and one third of the remainder on each anniversary of the grant date for three years.
- (2) Excludes Options to purchase 743,100 shares of common stock as previously reported by the reporting person.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.