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KRONOS ADVANCED TECHNOLOGIES INC
Form RW
March 01, 2005

KRONOS ADVANCED TECHNOLOGIES, INC.
464 COMMON STREET, SUITE 301
BELMONT, MASSACHUSETTS 02478

March 1, 2005

VIA FACSIMILE AND EDGAR

Securities and Exchange Commission
Division of Corporate Finance
450 Fifth Street, N.W.
Washington, D.C. 20549

Re: REGISTRATION STATEMENT ON FORM SB-2 (FILE NO. 333-121326)
OF KRONOS ADVANCED TECHNOLOGIES, INC.

Ladies and Gentlemen:

Pursuant to Rule 477(a) promulgated under the Securities Act of 1933, as amended (the "Securities Act"), the undersigned registrant (the "Registrant") hereby applies for an Order granting the immediate withdrawal of its Registration Statement on Form SB-2, together with all exhibits thereto, File No. 333-121326 (collectively, the "Registration Statement"). The Registration Statement was originally filed with the Securities and Exchange Commission (the "Commission") on December 16, 2004. No securities have been sold pursuant to the Registration Statement.

The Registrant further requests that all fees paid to the Commission in connection with the filing of the Registration Statement be credited for future use in accordance with Rule 457 of the Securities Act.

Accordingly, the Registrant hereby respectfully requests that an Order granting the withdrawal of the Registration Statement be issued by the Commission as soon as reasonably possible.

If you have any questions or comments regarding the foregoing application for withdrawal, please contact Mr. Clayton E. Parker legal counsel to the Registrant, on 305-539-3300. Please provide a copy of the Order consenting to this withdrawal to Mr. Clayton E. Parker by facsimile on 305-358-7095. Thank you for your assistance.

By: /s/ Daniel R. Dwight

Name: Daniel R. Dwight
Title: Chief Executive Officer