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SPECTRUM SCIENCES & SOFTWARE HOLDINGS INC

Form RW

August 20, 2003

Spectrum Sciences & Software Holdings Corp.  
91 Hill Avenue NW  
Fort Walton Beach, Florida 32548  
(850) 796-0909

August 19, 2003

Via Facsimile (202)942-9531; (202) 504-2474  
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Attn: Chris Edwards, Daniel Horwood, Shannon May  
United States Securities and Exchange Commission  
450 Fifth Street, N.W.  
Washington, D.C. 20549

Re: Spectrum Sciences & Software Holdings Corp.  
Request for withdrawal of Form 10-SB filed on June 10, 2003  
File No.: 1-31710  
ACCESSION NUMBER: 0001176721-03-000060

Dear Mr. Edwards, Mr. Horwood and Ms. May:

Spectrum Sciences & Software Holdings Corp. requests a withdrawal of its registration statement on Form 10-SB (File No. 1-31710) as amended on August 11, 2003 pursuant to Rule 477 of the Securities Act of 1933. We are withdrawing this registration statement because the tag is incorrect. The tag should be 10-SB12G not 10-SB12B. Herb Scholl of the SEC advised us that the best way to proceed would be to withdraw the registration statement and then re-file under the correct tag.

Furthermore, no securities were sold in connection with this registration statement. The registration statement has not been declared effective by the Commission.

Accordingly we respectfully request that the Commission grant an order for the withdrawal of the registration statement as soon as possible.

Please do not hesitate to call Kevin F. Barrett of Gottbetter & Partners, LLP at (310) 450-5728 with any questions that you may have regarding this matter.

Sincerely yours,

/s/ Nancy Chadderon Gontarek  
Nancy Chadderon Gontarek  
COO  
Spectrum Sciences & Software Holdings Corp.