JONES DAVID R
Form 4
November 27, 2002

FORM 4

[ ] Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

OMB APPROVAL	
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U.S. SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549
STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person*

Jones	David	R.
(Last)	(First)	(MI)

2 Ocean Avenue
(Street)

Scituate	MA	02066
(City)	(State)	(Zip)

2. Issuer Name and Ticker or Trading Symbol
Stonepath Group, Inc./STG

3. I.R.S. Identification Number of Reporting Person, if an entity (voluntary)

4. Statement for Month/Day/Year
11/26/02

5. If Amendment, Date of Original (Month/Day/Year)

6. Relationship of Reporting Person(s) to Issuer (Check all applicable)

[X] Director
[ ] 10% Owner
[ ] Officer (give title below)
[ ] Other (specify below)

7. Individual or Joint/Group Filing (Check Applicable Line)

___X____ Form filed by One Reporting Person

_____ Form filed by More than One Reporting Person

TABLE I -- Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Secur Dispo (Inst
			Code	V	Amou
Common Stock	11/26/02		P		30
Common Stock	11/26/02		P		20

1. Title of Security Beneficial (Instr. 3)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Natur Owner
Common Stock	80,000*	D	

TABLE II -- Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/ Day/Year)	4. Transa Code (8)
				Code

1. Title of Derivative Security (Instr. 3)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlyi Securities (Instr. 3 and 4)	
	Date Exercisable	Expiration Date	Title	Amount or Nu of Shares

1. Title of Derivative Security (Instr. 3)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivati Securities: Direct (D) or Indirect (I) (Instr. 4)

Explanation of Responses":

(*) Does not include options to purchase 65,000 shares as previously reported by reporting person.

/s/David R. Jones	11/27/02
**Signature of Reporting Person	Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.