

Edgar Filing: Storm Cat Energy CORP - Form AW

Storm Cat Energy CORP  
Form AW  
January 03, 2008

Storm Cat Energy Corporation  
1125 Seventeenth Street, Suite 2310  
Denver, CO 80202

January 3, 2008

VIA EDGAR

United States Securities and Exchange Commission

100 F Street, N.E.

Washington, D.C. 20549

RE: Storm Cat Energy Corporation  
Pre-Effective Amendment No. 1  
to the Registration Statement on Form S-1  
File No. 333-147023

Ladies and Gentlemen:

Pursuant to Rule 477 under the Securities Act of 1933, as amended, Storm Cat Energy Corporation (the Company) hereby requests that the first Pre-Effective Amendment No. 1 to its Registration Statement on Form S-1 (File No. 333-147023; Accession No. 0001178818-07-000035), filed on December 14, 2007 (the Form S-3/A), be withdrawn, with such withdrawal to be approved effective as of the date hereof or at the earliest practical date thereafter.

The Company requests withdrawal of the Form S-3/A because it was inadvertently filed under the incorrect Securities Act EDGAR submission type identifying the filing as a S-3/A. The Registration Statement was filed on Form S-1 and the Pre-Effective Amendment No. 1 should have been filed under the Securities Act submission type identifying the filing as a S-1/A. The Company filed a second Pre-Effective Amendment No. 1 to its Registration Statement on Form S-1 (File No. 333-147023; Accession No. 0001178818-07-000037) with the correct EDGAR submission type on December 14, 2007 when it realized its first filing was incorrectly identified. No securities were sold under the Form S-3/A.

If you have any questions or require further information, please contact the undersigned at (303) 991-5070 or Richard Mattera of Hogan & Hartson LLP, the Company's outside counsel, at (303) 454-2471.

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Very truly yours,

Storm Cat Energy Corporation

By: /s/ Paul Wiesner  
Name: Paul Wiesner  
Title: Chief Financial Officer

cc: Richard Mattera, Esq. (Hogan & Hartson LLP)

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