

SECURITIES AND EXCHANGE COMMISSION

FORM AW WD

Withdrawal of a request for withdrawal of an amendment to a registration statement

Filing Date: **2004-05-18**
SEC Accession No. [0001009379-04-000012](#)

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METROPOLITAN HEALTH NETWORKS INC

CIK: [1009379](#) | IRS No.: **650635748** | State of Incorporation: **FL** | Fiscal Year End: **1231**
Type: **AW WD** | Act: **NE** | File No.: [333-111290](#) | Film No.: **04814472**
SIC: **8011** Offices & clinics of doctors of medicine

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Metropolitan Health Networks, Inc.
250 Australian Avenue South, Suite 400
West Palm Beach, Florida 33401
(561) 805-8500

May 17, 2004

Securities and Exchange Commission
450 Fifth Street, N.W.
Washington, DC 20549

Re: Metropolitan Health Networks, Inc.
Application to Withdraw Post-Effective Amendment No. 1 to Registration Statement on Form S-1
(Registration No. 333-111290)

Ladies and Gentlemen:

Metropolitan Health Networks, Inc. (the "Company"), hereby requests withdrawal of the Company's Post-Effective Amendment No. 1 to Registration Statement on Form S-1 (No. 333-111290) filed on May 7, 2004 (the "Amendment") because it was filed with the incorrect EDGAR tags. No securities were sold in connection with the Amendment.

If you have any questions regarding the foregoing application for withdrawal, please contact Clint J. Gage, Esq. at Adorno & Yoss, P.A. (954) 763-1200.

Sincerely,

METROPOLITAN HEALTH NETWORKS, INC.

By: /s/ Michael M. Earley
Name: Michael M. Earley
Title: President and Chief Executive Officer

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