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AMERICAN LEISURE HOLDINGS INC
Form SB-2
June 30, 2005

As filed with the Securities and Exchange Commission on June 30, 2005

Registration No. 333- _____

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

FORM SB-2
REGISTRATION STATEMENT UNDER THE SECURITIES ACT OF 1933

AMERICAN LEISURE HOLDINGS, INC.

(Name of Registrant in Our Charter)

| | | |
|---|---|---|
| NEVADA | 4724 | 75-2877111 |
| ----- | ----- | ----- |
| (State or jurisdiction of Incorporation or organization) | (Primary Standard Industrial Classification Code Number) | (I.R.S. Employer Identification No.) |

| | |
|--|---|
| PARK 80 PLAZA EAST SADDLE BROOK, NEW JERSEY 07663 (201) 226-2060 | MALCOLM J. WRIGHT PARK 80 PLAZA EAST SADDLE BROOK, NEW JERSEY 07663 (201) 226-2060 |
| (Address and telephone number of principal executive offices and principal place of business) | (Name, address and telephone number of agent for service) |

Copies to:

David M. Loev, Esq.
David M. Loev, Attorney at Law
2777 Allen Parkway, Suite 1000
Houston, Texas 77019
Telephone: (713) 524-4110
Telecopier: (713) 524-4122

Trae O'Neil High, Esq.
David M. Loev, Attorney at Law
2777 Allen Parkway, Suite 1000
Houston, Texas 77019
Telephone: (713) 524-4110
Telecopier: (713) 524-4122

Approximate date of commencement of proposed sale to the public: AS SOON AS PRACTICABLE AFTER THIS REGISTRATION STATEMENT BECOMES EFFECTIVE.

If any of the securities being registered on this Form are to be offered on a delayed or continuous basis pursuant to Rule 415 under the Securities Act of 1933 check the following box. [X]

If this Form is filed to register additional securities for an offering pursuant to Rule 462(b) under the Securities Act, please check the following box and list the Securities Act registration statement number of the earlier effective registration statement for the same offering. []

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If this Form is a post-effective amendment filed pursuant to Rule 462(c) under the Securities Act, check the following box and list the Securities Act registration statement number of the earlier effective registration statement for the same offering. []

If delivery of the prospectus is expected to be made pursuant to Rule 434, please check the following box. []

CALCULATION OF REGISTRATION FEE

| TITLE OF EACH CLASS OF SECURITIES TO BE REGISTERED | PROPOSED MAXIMUM AMOUNT TO BE REGISTERED (1) | PROPOSED MAXIMUM OFFERING PRICE PER SHARE (2) | AGGREGATE OFFER PRICE (2) |
|--|--|---|------------------------------|
| ----- | ----- | ----- | ----- |
| Common Stock, par value \$0.001 per share | 5,983,222 shares | \$1.525 | \$9,124,413.55 |