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SURGE COMPONENTS INC Form 15-12G April 13, 2004

UNITED STATES

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

FORM 15

CERTIFICATION AND NOTICE OF TERMINATION OF REGISTRATION UNDER SECTION 12(g) OF THE SECURITIES EXCHANGE ACT OF 1934 OR SUSPENSION OF DUTY TO FILE REPORTS UNDER SECTIONS 13 AND 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934

Commission File Number 001-14188

Surge Components, Inc.

(Exact name of registrant as specified in its charter)

95 East Jeffryn Boulevard, Deer Park, NY 11729 (Address, including zip code, and telephone number, including area code, of registrant's principal executive offices)

Common Stock, par value \$.001 per share; Redeemable Class A Common Stock Purchase Warrants (Title of each class of securities covered by this Form)

(Titles of all other classes of securities for which a duty to file reports under section 13(a) or 15(d) remains)

Please place an X in the box(es) to designate the appropriate rule provisions(s) relied upon to terminate or suspend the duty to file reports:

Rule 12g-4(a)(1)(i) []

Rule 12g-4(a)(1)(ii) [X]

Rule 12g-4(a)(2)(i) []

Rule 12g-4(a)(2)(ii) []

Rule 12h-3(b)(1)(i) []

Rule 12h-3(b)(1)(ii) []

Rule 12h-3(b)(2)(i) []

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Rule 12h-3(b)(2)(ii) []

Rule 15d-6 []

Approximate number of holders of record as of the certification or notice date: 356 _____

Pursuant to the requirements of the Securities Exchange Act of 1934, Surge Components, Inc. has caused this certification/notice to be signed on its behalf by the undersigned duly authorized person.

Date: April 13, 2004 By: /s/Ira Levy

_____ /s/Ira Levy President