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MEDIA SCIENCES INTERNATIONAL INC  
Form S-3/A  
March 18, 2005

AS FILED WITH THE SECURITIES AND EXCHANGE COMMISSION ON MARCH 18, 2005

REGISTRATION NO. 333-122400

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

PRE-EFFECTIVE AMENDMENT NO. 1  
TO  
FORM S-3

REGISTRATION STATEMENT UNDER THE SECURITIES ACT OF 1933

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MEDIA SCIENCES INTERNATIONAL, INC.  
(Exact name of registrant as specified in charter)

DELAWARE  
(State or jurisdiction of incorporation or organization)

87-0475073  
(I.R.S. Employer Identification Number)

8 ALLERMAN ROAD  
OAKLAND, NEW JERSEY 07436

201-677-9311

(Address, including zip code, and telephone number, including area code, of  
registrant's principal executive offices)

MICHAEL W. LEVIN  
CHIEF EXECUTIVE OFFICER AND PRESIDENT  
MEDIA SCIENCES INTERNATIONAL, INC.  
8 ALLERMAN ROAD  
OAKLAND, NEW JERSEY 07436

201-677-9311

(Name, address, including zip code, and telephone number, including area code,  
of agent for service)

Copies of communications to:

DAN BRECHER, ESQ.  
LAW OFFICES OF DAN BRECHER  
99 PARK AVENUE, 16TH FLOOR  
NEW YORK NEW YORK 10016  
212-286-0747

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Approximate date of commencement of proposed sale to the public:  
From time to time on or after the effective date of this registration statement.

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If the only securities being registered on this Form are being offered pursuant to dividend or interest reinvestment plans, please check the following box. [ ]

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, as amended, other than securities offered only in connection with dividend or interest reinvestment plans, check the following box. [X]