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AMERINET GROUP COM INC  
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March 13, 2001

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

RE: AmeriNet Group.com, Inc.  
File No. 333-56636..

Dear Sir/Madam;

Pursuant to Rule 473 of the Securities Act of 1933, the following delaying amendment is hereby incorporated into the Amerinet Form S-3 previously filed with the Securities and Exchange Commission:

The Registrant hereby amends this registration statement on such date or dates as may be necessary to delay its effective date until the registrant shall file a further amendment which specifically states that this registration statement shall thereafter become effective in accordance with section 8(a) of the Securities Act of 1933 or until the registration statement shall become effective on such date as the Commission acting pursuant to said section 8(a), may determine.

Sincerely,

/s/Jeffrey G. Klein  
Jeffrey G. Klein, counsel  
for and on behalf of AmeriNet Group. com, Inc.