

EXPRESS-1 EXPEDITED SOLUTIONS INC

Form SC 13D/A

September 19, 2006

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549
SCHEDULE 13D/A
UNDER THE SECURITIES EXCHANGE ACT OF 1934
(Amendment No.4)
EXPRESS-1 EXPEDITED SOLUTIONS INC
(Name of Issuer)

COMMON STOCK
(Title of Class of Securities)

30217Q108
(CUSIP Number)

Olga Filippova
Barron Partners LP
730 Fifth Avenue, 25th Floor
New York, NY 10019

212-359-0200

(Name, Address and Telephone Number of Person Authorized to
Receive Notices and Communications)

September 18, 2006
(Date of Event which Requires Filing of this Statement)

If the filing person has previously filed a statement on
Schedule 13G to report the acquisition which is the subject
of this Schedule 13D, and is filing this schedule because of
Rule 13d-1(b)(3) or (4), check the following box o.

Check the following box if a fee is being paid with the
statement o. (A fee is not required only if the reporting
person: (1) has a previous statement on file reporting
beneficial ownership of more than five percent of the class
of securities described in Item 1;
and (2) has filed no amendment subsequent thereto reporting
beneficial ownership of five percent or less of such class.)
(See Rule 13d-7).

1

SCHEDULE 13D/A
CUSIP No. 30217Q108

1 NAME OF REPORTING PERSON
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON
BARRON PARTNERS LP
TAX ID #: 431981699

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A
GROUP
(a) ☐
(b) ☒ X

3 SEC USE ONLY

4 SOURCE OF FUNDS
WC

5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS

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REQUIRED PURSUANT TO

ITEMS 2(D) OR 2(E) []

6 CITIZENSHIP OR PLACE OF ORGANIZATION

United States, Incorporated in Delaware

Number of 7 SOLE VOTING POWER

Shares Owned

By Each 3,510,123 shares beneficially owned

In the aggregate

Reporting

Person

With 8 SHARED VOTING POWER

NONE

9 SOLE DISPOSITIVE POWER

3,510,123 shares beneficially owned in the aggregate

10 SHARED DISPOSITIVE POWER

NONE

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH

REPORTING PERSON

3,510,123

12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11)

EXCLUDES CERTAIN SHARES

[]

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW

(11)

12.8%

14 TYPE OF REPORTING PERSON

PN

Item 1. SECURITY AND ISSUER.

This Amendment No.4 relates to the common stock, par value \$.001 per share (the "Common Stock"), of EXPRESS-1 EXPEDITED SOLUTIONS INC a Delaware Corp., with its principal executive offices at 429 Post Road, Buchanan, MI 49107

Item 2. IDENTITY AND BACKGROUND.

This Statement is filed by Barron Partners LP, a Delaware Limited Partnership (the "Reporting Person"), whose business address is 730 Fifth Avenue, 25th Floor, New York, NY 10019. The Reporting Person is principally engaged in making investments. The General Partner of the Reporting Person is Barron Capital Advisors LLC, a Delaware Limited Liability Company, (the "General Partner"). Andrew Barron Worden is the managing member of the General Partner.

During the last five years, to the best knowledge of the Reporting Person, neither the Reporting Person nor any controlling person of the Reporting Person has (i) been convicted in a criminal proceeding, or (ii) been a party to a civil proceeding of a judicial or administrative body of competent jurisdiction and as a result of such proceeding was or is subject to a judgment, decree or final order enjoining future violations of, or prohibiting or mandating activities subject to, Federal or State securities laws or finding any

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violation with respect to such laws.

Item 3. SOURCE AND AMOUNT OF FUNDS OR OTHER CONSIDERATION.

N/A

Item 4. PURPOSE OF TRANSACTION.

All EXPRESS-1 EXPEDITED SOLUTIONS INC securities owned by Barron Partners LP have been acquired by the Partnership for investment purposes only.

Item 5. INTEREST IN SECURITIES OF THE ISSUER.

There is no change to report for Item 5 except for the addition of the following:

c) Between September 15, 2006 and September 18, 2006 the Reporting Person sold an aggregate of 160,700 shares of the Common Stock in the open market transactions at prices ranging between \$1.19 and \$1.22 per share.

Item 6. CONTRACTS, ARRANGEMENTS, UNDERSTANDINGS OR RELATIONSHIPS WITH RESPECT TO SECURITIES OF THE ISSUER.

NONE

Item 7. MATERIAL TO BE FILED AS EXHIBITS.

NONE.

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Date: September 18, 2006

By: /S/ Andrew Worden

Managing Member
Barron Capital Advisors LLC
General Partner for Barron Partners LP