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WATER CHEF INC Form NT 10-K March 31, 2005

SECURITIES AND EXCHANGE COMMISSION WASHINGTON, DC 20549

FORM 12b-25

Commission File Number 1-09478

NOTIFICATION OF LATE FILING

| (Check [X] Form 10-KSB [] Form 11-K [] Form 20-F [] Form 10-QSB One): [] Form N-SAR [] Form N-CSR |
|---|
| For Period Ended: December 31, 2004 |
| [] Transition Report on Form 10-KSB [] Transition Report on Form 10-QS [] Transition Report on Form 20-F [] Transition Report on Form N-SAR [] Transition Report on Form 11-K |
| For the Transition Period Ended: |
| READ ATTACHED INSTRUCTION SHEET BEFORE PREPARING FORM. PLEASE PRINOR TYPE. |
| Nothing in this form shall be construed to imply that the Commission has verified any information contained herein. |
| If the notification relates to a portion of the filing checke above, identify the item(s) to which the notification relates: |
| PART I REGISTRANT INFORMATION |
| Full Name of Registrant WATER CHEF, INC. |
| Former Name if Applicable |
| 1007 GLEN COVE AVENUE, SUITE 1 |
| Address of Principal Executive Office (STREET AND NUMBER) |
| City, State and Zip Code GLEN HEAD, NEW YORK 11545 |
| PART II RULE 12b-25(b) AND (c) |

If the subject report could not be filed without unreasonable effort or expense and the registrant seeks relief pursuant to Rule 12b-25(b), the following should be completed. (Check box if appropriate.)

(a) The reasons described in reasonable detail in Part III of this form could not be eliminated without unreasonable effort or expense;

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- [X]
- (b) The subject annual report, semi-annual report, transition report on Form 10-KSB, Form 20-F, Form 11-K, Form N-SAR or Form N-CSR, or portion thereof, will be filed on or before the 15th calendar day following the prescribed due date; or the subject quarterly report or transition report on Form 10-QSB, or portion thereof, will be filed on or before the fifth calendar day following the prescribed due date; and
- (c) The accountant's statement or other exhibit required by Rule 12b-25(c) has been attached if applicable.