

GLOBAL POWER EQUIPMENT GROUP INC/
Form SC 13D
December 10, 2003

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

SCHEDULE 13D
Under the Securities Exchange Act of 1934

Global Power Equipment Group Inc.

(Name of Issuer)

Common Stock

(Title of Class Securities)

37941p108

(CUSIP Number)

Mark R. Diamond
Cannell Capital, LLC, 150 California Street, 5th Floor, San Francisco, CA
94111 (415) 835-8300

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

December 5, 2003

(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 that is the subject of this Schedule 13D, and is filing this schedule because of ss.ss.240.13d-1(e), 240.13d-1(f) or 240.13d-1(g), check the following box.

Note: Schedules filed in paper format shall include a signed original and five copies of the schedule, including all exhibits. See ss.240.13d-7 for other parties to whom copies are to be sent.

*The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosure provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a current

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valid OMB control number.

CUSIP No. 37941p108

1. Name of Reporting Persons.
I.R.S. Identification Nos. of above persons (entities only).

Cannell Capital, LLC
94-3366999

2. Check the Appropriate Box if a Member of a Group (See Instructions)

(a) [X].....

(b)

3. SEC Use Only.....

4. Source of Funds (See Instructions) OO.....

5. Check if Disclosure of Legal Proceeding Is Required Pursuant to Items
2(d) or 2(e).....

6. Citizenship or Place of Organization California.....

Number of 7. Sole Voting Power 0.....

Shares
Beneficially
Owned by
Each
Reporting
Person
With:

8. Shared Voting Power 4,758,600.....

9. Sole Dispositive Power 0.....

10. Shared Dispositive Power 4,758,600.....

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11. Aggregate Amount Beneficially Owned by Each Reporting Person 4,758,600

12. Check if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions)

13. Percent of Class Represented by Amount in Row (11) 10.6%

14. Type of Reporting Person (See Instructions)

IA. [Dotted lines for reporting person details]

CUSIP No. 37941p108

1. Name of Reporting Persons. I.R.S. Identification Nos. of above persons (entities only).

J. Carlo Cannell

2. Check the Appropriate Box if a Member of a Group (See Instructions)

(a) [X] (b) []

3. SEC Use Only.

4. Source of Funds (See Instructions) OO.

5. Check if Disclosure of Legal Proceeding Is Required Pursuant to Items 2(d) or 2(e).

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6. Citizenship or Place of Organization USA.....

Number of 7. Sole Voting Power 0

Shares
Beneficially
Owned by
Each
Reporting
Person
With:

8. Shared Voting Power 4,758,600.....

9. Sole Dispositive Power 0.....

10. Shared Dispositive Power 4,758,600.....

11. Aggregate Amount Beneficially Owned by Each Reporting Person 4,758,600

12. Check if the Aggregate Amount in Row (11) Excludes Certain Shares
(See Instructions)

13.....Percent of Class Represented by Amount in Row (11) 10.6%

14.....Type of Reporting Person (See Instructions)

IN/HC.....

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CUSIP No. 37941p108

1. Name of Reporting Persons.

I.R.S. Identification Nos. of above persons (entities only).

The Cuttyhunk Fund Limited

2. Check the Appropriate Box if a Member of a Group (See Instructions)

(a) [X].....

(b)

3. SEC Use Only.....

4. Source of Funds (See Instructions) WC.....

5. Check if Disclosure of Legal Proceeding Is Required Pursuant to Items 2(d) or 2(e).....

6. Citizenship or Place of Organization Bermuda.....

Number of 7. Sole Voting Power 0

Shares Beneficially Owned by Each Reporting Person With:

8. Shared Voting Power 1,117,189.....

9. Sole Dispositive Power 0

10. Shared Dispositive Power 1,117,189.....

11. Aggregate Amount Beneficially Owned by Each Reporting Person 1,117,189

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12. Check if the Aggregate Amount in Row (11) Excludes Certain Shares
(See Instructions)

13.Percent of Class Represented by Amount in Row (11) 2.5%

14.Type of Reporting Person (See Instructions)

CO.....

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CUSIP No. 37941p108

1. Name of Reporting Persons.

I.R.S. Identification Nos. of above persons (entities only).

The Anegada Fund Limited

2. Check the Appropriate Box if a Member of a Group (See Instructions)

(a)

(b)

3. SEC Use Only.....

4. Source of Funds (See Instructions) WC.....

5. Check if Disclosure of Legal Proceeding Is Required Pursuant to Items
2(d) or 2(e).....

6. Citizenship or Place of Organization Cayman Islands.....

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Number of 7. Sole Voting Power 0

Shares
Beneficially
Owned by
Each
Reporting
Person
With:

8. Shared Voting Power 1,146,511.....

9. Sole Dispositive Power 0

10. Shared Dispositive Power 1,146,511.....

11. Aggregate Amount Beneficially Owned by Each Reporting Person 1,146,511

12. Check if the Aggregate Amount in Row (11) Excludes Certain Shares
(See Instructions)

13.....Percent of Class Represented by Amount in Row (11) 2.6%

14.....Type of Reporting Person (See Instructions)

CO.....

CUSIP No. 37941p108

- Name of Reporting Persons.
I.R.S. Identification Nos. of above persons (entities only).

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GS Cannell, LLC
98-0232642

2. Check the Appropriate Box if a Member of a Group (See Instructions)

(a) [X].....

(b)

3. SEC Use Only.....

4. Source of Funds (See Instructions) WC.....

5. Check if Disclosure of Legal Proceeding Is Required Pursuant to Items
2(d) or 2(e).....

6. Citizenship or Place of Organization Delaware.....

Number of 7. Sole Voting Power 0.....

Shares
Beneficially
Owned by
Each
Reporting
Person
With:

8. Shared Voting Power 448,300.....

9. Sole Dispositive Power 0

10. Shared Dispositive Power 448,300.....

11. Aggregate Amount Beneficially Owned by Each Reporting Person 448,300

12. Check if the Aggregate Amount in Row (11) Excludes Certain Shares
(See Instructions)

13.....Percent of Class Represented by Amount in Row (11) 1.0%

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14.....Type of Reporting Person (See Instructions)

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CUSIP No. 37941p108

1. Name of Reporting Persons.

I.R.S. Identification Nos. of above persons (entities only).

Tonga Partners, L.P.

94-3164039

2. Check the Appropriate Box if a Member of a Group (See Instructions)

(a) [X].....

(b)

3. SEC Use Only.....

4. Source of Funds (See Instructions) WC.....

5. Check if Disclosure of Legal Proceeding Is Required Pursuant to Items 2(d) or 2(e).....

6. Citizenship or Place of Organization Delaware.....

Number of 7. Sole Voting Power 0

Shares Beneficially

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Owned by
Each
Reporting
Person
With:

8.	Shared Voting Power	1,812,900
9.	Sole Dispositive Power	0
10.	Shared Dispositive Power	1,812,900

11. Aggregate Amount Beneficially Owned by Each Reporting Person 1,812,900

12. Check if the Aggregate Amount in Row (11) Excludes Certain Shares
(See Instructions)

13. Percent of Class Represented by Amount in Row (11) 4.0%

14. Type of Reporting Person (See Instructions)

PN.

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CUSIP No. 37941p108

1. Name of Reporting Persons.
I.R.S. Identification Nos. of above persons (entities only).

Pleiades Investment Partners, LP
23-2688812

2. Check the Appropriate Box if a Member of a Group (See Instructions)

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(a) [X].....

(b)

3. SEC Use Only.....

4. Source of Funds (See Instructions) WC.....

5. Check if Disclosure of Legal Proceeding Is Required Pursuant to Items 2(d) or 2(e).....

6. Citizenship or Place of Organization Delaware.....

Number of 7. Sole Voting Power 0

Shares
Beneficially
Owned by
Each
Reporting
Person
With:

8. Shared Voting Power 233,700.....

9. Sole Dispositive Power 0.....

10. Shared Dispositive Power 233,700.....

11. Aggregate Amount Beneficially Owned by Each Reporting Person 233,700

12. Check if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions)

13.....Percent of Class Represented by Amount in Row (11) 0.5%

14.....Type of Reporting Person (See Instructions)

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PN.....

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Item 1 Security and Issuer

This statement relates to Common Stock ("Common Stock"), issued by Global Power Equipment Group Inc., an Delaware Corporation. The address of the principal executive offices of Global Power Equipment Group Inc. is 6120 South Yale, Suite 1480, Tulsa, Oklahoma.

Item 2 Identity and Background

Name: Cannell Capital, LLC ("Adviser")
Place of Organization: California
Principal Business: Investment Adviser
Address: 150 California Street, 5th Floor, San Francisco, CA 94111
Criminal Proceedings: None
Applicable Civil, Judicial or Administrative Proceedings: None

Name: The Cuttyhunk Fund Limited ("Cuttyhunk")
Place of Organization: Bermuda
Principal Business: Investment
Address: 73 Front Street, Hamilton, Bermuda HM 12
Criminal Proceedings: None
Applicable Civil, Judicial or Administrative Proceedings: None

Name: The Anegada Fund Limited ("Anegada")
Place of Organization: Cayman Islands
Principal Business: Investment
Address: c/o Bank of Butterfield International (Cayman) Ltd., 68 Fort Street, PO Box 705, George Town, Grand Cayman, Cayman Islands
Criminal Proceedings: None
Applicable Civil, Judicial or Administrative Proceedings: None

Name: Tonga Partners, L.P. ("Tonga")
Place of Organization: Delaware
Principal Business: Investment
Address: 150 California Street, 5th Floor, San Francisco, CA 94111
Criminal Proceedings: None
Applicable Civil, Judicial or Administrative Proceedings: None

Name: GS Cannell, LLC ("GSC")
Place of Organization: Delaware
Principal Business: Investment
Address: 701 Mount Lucas Road, CN 850, Princeton, NJ 08542
Criminal Proceedings: None
Applicable Civil, Judicial or Administrative Proceedings: None

Name: Pleiades Investment Partners, LP ("Pleiades")

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Place of Organization: Delaware
Principal Business: Investment
Address: 6022 West Chester Pike, Newtown Square, PA 19073
Criminal Proceedings: None
Applicable Civil, Judicial or Administrative Proceedings: None

Name: J. Carlo Cannell
Address: 150 California Street, 5th Floor, San Francisco, CA 94111
Criminal Proceedings: None
Applicable Civil, Judicial or Administrative Proceedings: None
Citizenship: United States

J Carlo Cannell is the controlling and managing member of Adviser. Adviser serves as investment adviser to Cuttyhunk, Anegada, GSC, and Pleiades. Adviser is general partner and investment adviser to Tonga.

Item 3 Source and amount of Funds or other Consideration

The aggregate amount of funds used by Cuttyhunk to purchase 1,117,189 shares of Common Stock owned by it was approximately \$5,711,082. Such amount was derived from working capital.

The aggregate amount of funds used by Anegada to purchase 1,146,511 shares of Common Stock owned by it was approximately \$9,106,579. Such amount was derived from working capital.

The aggregate amount of funds used by GSC to purchase 448,300 shares of Common Stock owned by it was approximately \$4,170,182. Such amount was derived from working capital.

The aggregate amount of funds used by Tonga to purchase 1,812,900 shares of Common Stock owned by it was approximately \$8,471,154. Such amount was derived from working capital.

The aggregate amount of funds used by Pleiades to purchase 233,700 shares of Common Stock owned by it was approximately \$1,139,192. Such amount was derived from working capital.

Item 4 Purpose of Transaction

The Common Stock was bought in the ordinary course of the Adviser's management of the accounts of its investment advisory clients. As of December 5, 2003 the Reporting Persons commenced the formulation of plans to seek maximization of the value of the Common Stock. Such plans may include, but may not necessarily be limited to, pursuit of strategic initiatives to enhance shareholder value.

Subject to availability at prices deemed favorable and in accordance with applicable laws and regulations, the Reporting Persons may acquire shares of Common Stock of the Company from time to time in the open market, in privately negotiated transactions or otherwise. The Reporting Persons may dispose of shares of Common Stock of the Company from time to time in the open market, in privately negotiated transactions or otherwise.

Except as set forth above, the Reporting Persons has no present plans or intentions that relate to or that would result in any of the transactions described in clauses (a) through (j) of item 4 of Schedule 13D. As part of such plans, on December 8, 2003 the Adviser, on behalf of the Reporting Persons, sent a letter to the Chairman of the Company requesting that the Company endeavor to terminate the Company's consulting relationship with its principal shareholder. A copy of such

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letter is attached as an exhibit to this Schedule.

Item 5 Interest in Securities of the Issuer

(a) As of December 5, 2003, the Reporting Persons directly or indirectly beneficially owned 4,758,600 shares, or 10.6%, of Common Stock of Global Power Equipment Inc. (the approximate number of the shares of Common Stock owned is based on 44,953,755 shares of common stock outstanding by Global Power Equipment Inc., on Nov. 4, 2003).

(1) Cuttyhunk owns 1,117,189 shares (2.5%) (2) Anegada owns 1,146,511 shares (2.6%) (3) GS Cannell owns 448,300 shares (1.0%) (4) Tonga owns 1,812,900 shares (4.0%) (5) Pleiades owns 233,700 shares (0.5%)

(b) The responses of the Reporting Persons to Items 7 through 11 of the portions of the cover page of this Schedule D which relate to beneficial ownership of shares of the Common Stock are incorporated herein by reference.

(c) A list of transactions during the past 60 days.

Party	Date	Amount Bought (Sold)	Price per Share	Where & How Effected
ANEGADA	10/28/2003	5,305	6.20	Open Market
ANEGADA	10/28/2003	3,700	6.27	Open Market
ANEGADA	10/30/2003	1,934	6.14	Open Market
ANEGADA	10/31/2003	15,372	6.00	Open Market
ANEGADA	11/05/2003	14,900	6.37	Open Market
ANEGADA	11/05/2003	40,300	6.39	Open Market
ANEGADA	11/06/2003	17,900	6.36	Open Market
ANEGADA	11/07/2003	3,800	6.31	Open Market
ANEGADA	11/17/2003	700	5.92	Open Market
ANEGADA	11/17/2003	400	5.92	Open Market
ANEGADA	11/18/2003	3,500	5.91	Open Market
ANEGADA	11/19/2003	500	5.87	Open Market
ANEGADA	11/20/2003	4,100	6.07	Open Market
ANEGADA	11/21/2003	2,300	6.13	Open Market
ANEGADA	11/24/2003	85,300	6.19	Open Market
ANEGADA	11/24/2003	5,100	6.27	Open Market
ANEGADA	11/25/2003	1,300	6.26	Open Market
ANEGADA	11/26/2003	500	6.26	Open Market
ANEGADA	11/28/2003	1,500	6.31	Open Market
ANEGADA	12/01/2003	3,300	6.16	Open Market
ANEGADA	12/02/2003	7,400	6.05	Open Market
ANEGADA	12/03/2003	700	5.95	Open Market
ANEGADA	12/04/2003	2,000	5.97	Open Market
ANEGADA	12/05/2003	1,300	5.97	Open Market
CUTTYHUNK	10/08/2003	20,000	5.96	Open Market
CUTTYHUNK	10/23/2003	194	6.00	Open Market
CUTTYHUNK	10/28/2003	5,200	6.20	Open Market
CUTTYHUNK	10/28/2003	3,600	6.27	Open Market
CUTTYHUNK	10/30/2003	1,800	6.14	Open Market
CUTTYHUNK	10/31/2003	15,200	6.00	Open Market
CUTTYHUNK	11/03/2003	3,022	5.93	Open Market
CUTTYHUNK	11/04/2003	18,700	6.24	Open Market
CUTTYHUNK	11/04/2003	3,010	5.93	Open Market
CUTTYHUNK	11/05/2003	22,963	6.37	Open Market
CUTTYHUNK	11/05/2003	61,700	6.39	Open Market
CUTTYHUNK	11/06/2003	27,500	6.36	Open Market
CUTTYHUNK	11/07/2003	5,900	6.31	Open Market

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CUTTYHUNK	11/17/2003	1,200	5.92	Open Market
CUTTYHUNK	11/17/2003	500	5.92	Open Market
CUTTYHUNK	11/18/2003	5,300	5.91	Open Market
CUTTYHUNK	11/19/2003	800	5.87	Open Market
CUTTYHUNK	11/20/2003	4,600	6.07	Open Market
CUTTYHUNK	11/21/2003	2,500	6.13	Open Market
CUTTYHUNK	11/24/2003	94,600	6.19	Open Market
CUTTYHUNK	11/24/2003	5,600	6.27	Open Market
CUTTYHUNK	11/25/2003	1,500	6.26	Open Market
CUTTYHUNK	11/26/2003	500	6.26	Open Market
CUTTYHUNK	11/28/2003	1,600	6.31	Open Market
CUTTYHUNK	12/01/2003	3,600	6.16	Open Market
CUTTYHUNK	12/02/2003	8,200	6.05	Open Market
CUTTYHUNK	12/03/2003	700	5.95	Open Market
CUTTYHUNK	12/04/2003	2,200	5.97	Open Market
CUTTYHUNK	12/05/2003	1,500	5.97	Open Market
GS CANNELL	10/28/2003	1,900	6.20	Open Market
GS CANNELL	10/28/2003	1,400	6.27	Open Market
GS CANNELL	10/30/2003	700	6.14	Open Market
GS CANNELL	10/31/2003	5,600	6.00	Open Market
GS CANNELL	11/20/2003	900	6.07	Open Market
GS CANNELL	11/21/2003	500	6.13	Open Market
GS CANNELL	11/24/2003	19,500	6.19	Open Market
GS CANNELL	11/24/2003	1,200	6.27	Open Market
GS CANNELL	11/25/2003	300	6.26	Open Market
GS CANNELL	11/26/2003	100	6.26	Open Market
GS CANNELL	11/28/2003	300	6.31	Open Market
GS CANNELL	12/01/2003	800	6.16	Open Market
GS CANNELL	12/02/2003	1,700	6.05	Open Market
GS CANNELL	12/03/2003	100	5.95	Open Market
GS CANNELL	12/04/2003	400	5.97	Open Market
GS CANNELL	12/05/2003	300	5.97	Open Market
PLEIADES	10/28/2003	1,100	6.20	Open Market
PLEIADES	10/28/2003	700	6.27	Open Market
PLEIADES	10/30/2003	400	6.14	Open Market
PLEIADES	10/31/2003	3,100	6.00	Open Market
PLEIADES	11/05/2003	2,900	6.37	Open Market
PLEIADES	11/05/2003	8,000	6.39	Open Market
PLEIADES	11/06/2003	3,500	6.36	Open Market
PLEIADES	11/07/2003	800	6.31	Open Market
PLEIADES	11/17/2003	100	5.92	Open Market
PLEIADES	11/17/2003	100	5.92	Open Market
PLEIADES	11/18/2003	700	5.91	Open Market
PLEIADES	11/19/2003	100	5.87	Open Market
PLEIADES	11/20/2003	800	6.07	Open Market
PLEIADES	11/21/2003	500	6.13	Open Market
PLEIADES	11/24/2003	17,300	6.19	Open Market
PLEIADES	11/24/2003	1,000	6.27	Open Market
PLEIADES	11/25/2003	300	6.26	Open Market
PLEIADES	11/26/2003	100	6.26	Open Market
PLEIADES	11/28/2003	300	6.31	Open Market
PLEIADES	12/01/2003	700	6.16	Open Market
PLEIADES	12/02/2003	1,500	6.05	Open Market
PLEIADES	12/03/2003	100	5.95	Open Market
PLEIADES	12/04/2003	400	5.97	Open Market
PLEIADES	12/05/2003	300	5.97	Open Market
TONGA	10/28/2003	7,900	6.20	Open Market
TONGA	10/28/2003	5,600	6.27	Open Market
TONGA	10/30/2003	2,800	6.14	Open Market
TONGA	10/31/2003	23,000	6.00	Open Market
TONGA	11/20/2003	4,600	6.07	Open Market
TONGA	11/21/2003	2,600	6.13	Open Market

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TONGA	11/24/2003	95,300	6.19	Open Market
TONGA	11/24/2003	5,600	6.27	Open Market
TONGA	11/25/2003	1,500	6.26	Open Market
TONGA	11/26/2003	500	6.26	Open Market
TONGA	11/28/2003	1,700	6.31	Open Market
TONGA	12/01/2003	3,700	6.16	Open Market
TONGA	12/02/2003	8,200	6.05	Open Market
TONGA	12/03/2003	700	5.95	Open Market
TONGA	12/04/2003	2,200	5.97	Open Market
TONGA	12/05/2003	1,500	5.97	Open Market

(d) Not Applicable

(e) Not Applicable

Item 6 Contracts, Arrangements, Understandings or Relationships with Respect to Securities of the Issuer

J. Carlo Cannell controls and manages the Adviser who makes voting and dispositive decisions for Cuttyhunk, Anegada, GS Cannell, Tonga, and Pleiades.

Item 7 Material to Be Filed as Exhibits

Exhibit 7.1- Letter to Mr. Larry Edwards, Chairman of Global Power Equipment Group, Inc.

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: December 9, 2003

J. Carlo Cannell

/s/ J. Carlo Cannell

J. Carlo Cannell

Cannell Capital, LLC

/s/ J. Carlo Cannell

J. Carlo Cannell, Managing Member

The Anegada Fund, Limited

/s/ J. Carlo Cannell

J. Carlo Cannell, Managing Member
Cannell Capital, LLC, Investment Adviser

The Cuttyhunk Fund Limited

/s/ J. Carlo Cannell

J. Carlo Cannell, Managing Member
Cannell Capital, LLC, Investment Adviser

GS Cannell, LLC

/s/ J. Carlo Cannell

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J. Carlo Cannell, Managing Member
Cannell Capital, LLC, Investment Adviser

Tonga Partners, L.P.

/s/ J. Carlo Cannell

J. Carlo Cannell, Managing Member
Cannell Capital, LLC, General Partner

Pleiades Investment Partners, LP

/s/ J. Carlo Cannell

J. Carlo Cannell, Managing Member
Cannell Capital, LLC, Investment Adviser

Exhibit 7.1

CANNELL CAPITAL LLC
150 California Street
San Francisco, Calif. 94111

Tel (415) 835-8300 Fax (443) 606-0067
info@cannellcap.com

December 8, 2003

Mr. Larry Edwards, Chairman
Global Power Equipment Group, Inc.
6120 South Yale, Suite 1480
Tulsa, OK 74136

Dear Larry:

You may recall a telephone conversation I had with you this past February, in which I indicated my concerns with the company's direction and, in particular, the contractual relationship with Harvest Partners. At your suggestion, I wrote a letter dated February 28, 2003 to your predecessor as Chairman, Stephen Eisenstein, expressing those concerns. In spite of our urging that the consulting arrangement with Harvest be terminated, it was in fact renewed for another year in August. We continue to have concerns regarding this relationship, especially the magnitude of fees paid and to be paid, and we have since learned, on an unsolicited basis, that other shareholders share our concerns.

We understand that by its terms the Harvest agreement may not be terminated by Global except for cause. We urge you, however, to negotiate immediately with Harvest to accomplish an early termination of the agreement. The existence of the agreement and its insider nature severely diminishes the credibility of management's professions of concern for the interests of shareholders in general. As a major shareholder, Harvest should acknowledge and be concerned about the damage this lack of credibility does to the value of its shares, damage which is far in excess of the amount of fees they receive from this arrangement.

The favor of a reply is requested.

Sincerely,

/s/ J. Carlo Cannell

J. Carlo Cannell
Managing Member
Cannell Capital LLC