SPACEHAB INC \WA\ Form 8-K November 03, 2006

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

> Date of Report November 1, 2006

(Date of earliest event reported)

SPACEHAB, Incorporated

(Exact name of registrant as specified in its charter)

Washington

(State or other jurisdiction of incorporation or organization)

0-27206 (Commission File Number) 91-1273737

(I.R.S. Employer Identification Number)

12130 State Highway 3, Building 1 Webster, Texas 77598 (Address of principal executive offices, including zip code)

(713) 558-5000

(Registrant s telephone number, including area code)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

o Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

o Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)

o Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

o Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

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Section 1 Registrant s Business and Operations

Item 1.01. Entry into a Material Definitive Agreement

On November 1, 2006, SPACEHAB s Astrotech Space Operations business segment was awarded a \$20 million firm fixed-price contract with the United States Government to design and build an expansion to the Company s payload processing facility at its Vandenberg Air Force Base location.

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SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

SPACEHAB, Incorporated

November 3, 2006

By:

/s/ Brian K. Harrington Brian K. Harrington Senior Vice President, Chief Financial Officer, Secretary and Treasurer

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