

ST PAUL TRAVELERS COMPANIES INC
Form 15-12G
February 09, 2006

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

FORM 15

**CERTIFICATION AND NOTICE OF TERMINATION OF REGISTRATION UNDER SECTION 12(g) OF
THE SECURITIES EXCHANGE ACT OF 1934 OR SUSPENSION OF DUTY TO FILE REPORTS UNDER
SECTIONS 13 AND 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934.**

Commission File Number **000-10898**

The St. Paul Companies, Inc. Stock Ownership Plan

(Exact name of registrant as specified in its charter)

385 Washington Street

St. Paul, MN 55102

(651) 310-7911

(Address, including zip code, and telephone number, including area code, of registrant's principal executive offices)

Interests under the above-referenced Plan

(Title of each class of securities covered by this Form)

None

(Titles of all other classes of securities for which a duty to file reports under section 13(a) or 15(d) remains)

Please place an X in the box(es) to designate the appropriate rule provision(s) relied upon to terminate or suspend the duty to file reports:

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|----------------------|-----------------------|----------------------|----------------------------------|
| Rule 12g-4(a)(1)(i) | <input type="radio"/> | Rule 12h-3(b)(1)(i) | <input checked="" type="radio"/> |
| Rule 12g-4(a)(1)(ii) | <input type="radio"/> | Rule 12h-3(b)(1)(ii) | <input type="radio"/> |
| Rule 12g-4(a)(2)(i) | <input type="radio"/> | Rule 12h-3(b)(2)(i) | <input type="radio"/> |
| Rule 12g-4(a)(2)(ii) | <input type="radio"/> | Rule 12h-3(b)(2)(ii) | <input type="radio"/> |
| | | Rule 15d-6 | <input checked="" type="radio"/> |

Approximate number of holders of record as of the certification or notice date: **None***

Pursuant to the requirements of the Securities Exchange Act of 1934 the St. Paul Travelers 401(k) Savings Plan, as successor to The St. Paul Companies, Inc. Stock Ownership Plan, has caused this certification/notice to be signed on its behalf by the undersigned duly authorized person.

* As of the close of August 31, 2005, The St. Paul Companies, Inc. Savings Plus Plan, The St. Paul Companies, Inc. Stock Ownership Plan, and the Travelers 401(k) Savings Plan were consolidated, with The St. Paul Companies, Inc. Savings Plus Plan being considered as the surviving plan and renamed the St. Paul Travelers 401(k) Savings Plan.

ST. PAUL TRAVELERS 401(K) SAVINGS PLAN

By: The St. Paul Travelers Companies, Inc.

Date: **February 9, 2006**

By: **/s/ John P. Clifford, Jr.**

Name: John P. Clifford, Jr.

Its: Senior Vice President, Human Resources

Instruction: This form is required by Rules 12g-4, 12h-3 and 15d-6 of the General Rules and Regulations under the Securities Exchange Act of 1934. The registrant shall file with the Commission three copies of Form 15, one of which shall be manually signed. It may be signed by an officer of the registrant, by counsel or by any other duly authorized person. The name and title of the person signing the form shall be typed or printed under the signature.

SEC 2069 (12-04)

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.