

DARLING INTERNATIONAL INC

Form 8-A12B

October 16, 2007

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SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, DC 20549

**FORM 8-A**

FOR REGISTRATION OF CERTAIN CLASSES OF SECURITIES  
PURSUANT TO SECTION 12(b) OR 12(g) OF THE  
SECURITIES EXCHANGE ACT OF 1934

**Darling International Inc.**

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(Exact Name of Registrant as Specified in Its Charter)

**Delaware**

**36-2495346**

(State of Incorporation or  
Organization)

(I.R.S. Employer  
Identification No.)

**251 O'Connor Ridge Blvd., Suite 300  
Irving, Texas 75038**

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(Address of Principal Executive Offices)

If this form relates to the registration of a class of securities pursuant to Section 12(b) of the Exchange Act and is effective pursuant to General Instruction A.(c), please check the following box. /  /

If this form relates to the registration of a class of securities pursuant to Section 12(g) of the Exchange Act and is effective pursuant to General Instruction A.(d), please check the following box. /  /

Securities Act registration statement file number to which this form relates:

**N/A**

(If  
applicable)

Securities to be registered pursuant to Section 12(b) of the Act:

Title of Each Class

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to be Registered

Name of Each Exchange on  
Which  
Each Class is to be  
Registered

**Common Stock, par value  
\$0.01 per share**

**New York Stock Exchange**

Securities to be registered pursuant to Section 12(g) of the  
Act:

**None**

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(Title of Class)

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**Item Description of Registrant's Securities to be Registered.**

**1.**

The class of securities to be registered hereby is the common stock, par value \$0.01 per share ("Common Stock"), of Darling International Inc., a company established under the laws of the State of Delaware (the "Company").

The description of the Common Stock under the heading "Description of Darling Capital Stock" in the Registration Statement on Form S-4, as amended (Registration Statement No. 333-131484), as filed with the Securities and Exchange Commission pursuant to the Securities Act of 1933, as amended, on February 2, 2006 (the "Registration Statement"), is hereby incorporated by reference.

**Item Exhibits.**

**2.**

Under the Instructions as to Exhibits with respect to Form 8-A, no exhibits are required to be filed, because no other securities of the Registrant are registered on the New York Stock Exchange, Inc. and the securities registered hereby are not being registered pursuant to Section 12(g) of the Exchange Act.

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SIGNATURE

Pursuant to the requirements of Section 12 of the Securities Exchange Act of 1934, the registrant has duly caused this registration statement to be signed on its behalf by the undersigned, thereto duly authorized.

Date: October 16, 2007

**DARLING INTERNATIONAL INC.**

By: /s/ John F. Sterling  
Name: John F. Sterling  
Title: Executive Vice President and  
General Counsel

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