

ARMOR HOLDINGS INC  
Form 15-12B  
July 31, 2007

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  
Section 13 and 15(d) of the Securities Exchange Act of 1934.

Commission File Number: 001-11667

**Armor Holdings, Inc.**

(Exact name of registrant as specified in its charter)

**13386 International Parkway, Jacksonville, Florida, 32218, (904) 741-5400**

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

**Common Stock, \$.01 Par Value**

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(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:

Rule 12g-4(a)(1)(i)	:	Rule 12h-3(b)(1)(i)	:
Rule 12g-4(a)(1)(ii)	9	Rule 12h-3(b)(1)(ii)	9
Rule 12g-4(a)(2)(i)	9	Rule 12h-3(b)(2)(i)	9
Rule 12g-4(a)(2)(ii)	9	Rule 12h-3(b)(2)(ii)	9
		Rule 15d-6	9

Approximate number of holders of record as of the certification or notice date:

One

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Pursuant to the requirements of the Securities Exchange Act of 1934, Armor Holdings, Inc. has caused this certification/notice to be signed on its behalf by the undersigned duly authorized person.

Armor Holdings, Inc.

Dated: July 31, 2007

By: /s/ Robert T. Murphy  
Name: Robert T. Murphy  
Title: Principal Financial Officer