

FIFTH THIRD BANCORP
Form 15-12G
June 29, 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 Sections 13 and 15(d) of the Securities Exchange Act of 1934**

Commission File Number 0-8076

Franklin Financial Employees Retirement Savings Plan

(Exact name of registrant as specified in its charter)

Fifth Third Center

Cincinnati, Ohio 45263

(513) 534-5300

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

Plan Interests in Franklin Financial Employees Retirement Savings 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:

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

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

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

FRANKLIN FINANCIAL EMPLOYEES
RETIREMENT SAVINGS PLAN

Dated: June 29, 2007

By: /s/ Paul L. Reynolds
Paul L. Reynolds

Member, Pension and Profit Sharing Committee