

VESTA INSURANCE GROUP INC  
Form 15-12B  
December 29, 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: 001-12338

**Vesta Insurance Group, Inc.**

(Exact name of registrant as specified in its charter)

3760 River Run Drive

Birmingham, Alabama 35243

(205) 970-7000

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

Common Stock, \$0.01 Par Value

8.75% Senior Debentures, due July 15, 2025

(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) x
Rule 12g-4(a)(1)(ii) ..	Rule 12h-3(b)(1)(ii) ..
Rule 12g-4(a)(2)(i) ..	Rule 12h-3(b)(2)(i) ..

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Rule 12g-4(a)(2)(ii) ..

Rule 12h-3(b)(2)(ii) ..

Rule 15d-6 ..

Approximate number of holders of record as of the certification or notice date: zero holders of Common Stock as of December 29, 2006; 38 holders of 8.75% Senior Debentures as of January 1, 2006 (the latest date as of which such number of holders was determined).

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

Date: December 29, 2006

By: /s/ Lloyd T. Whitaker

Name: Lloyd T. Whitaker

Title: Bankruptcy Plan Trustee

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.