

SEARS HOLDINGS CORP  
Form 15-12G  
January 30, 2009

**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 000-51217

**Kmart Retirement Savings Plan for**  
**Manteno Distribution Center Union Employees**

(Exact name of registrant as specified in its charter)  
3333 Beverly Road

Hoffman Estates, Illinois 60179

(847) 286-2500

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

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

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, Sears Holdings 401(K) Savings Plan, as successor to Kmart Retirement Savings Plan for Manteno Distribution Center Union Employees, has caused this certification/notice to be signed on its behalf by the undersigned duly authorized person.

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**Sears Holdings 401(k) Savings Plan**

By: Sears Holdings Corporation Administrative Committee, Plan  
Administrator

Date: January 30, 2009

By: /s/ Karl J. Koenig  
Karl J. Koenig

Member of Administrative Committee

and Vice President, Human Resources, of

Sears Holdings Corporation

\* Effective August 31, 2007, the Kmart Retirement Savings Plan for Manteno Distribution Center Union Employees (the Kmart Plan ) merged with and into the Sears Holdings 401(k) Savings Plan (the Sears Holdings Plan ), with the Sears Holdings Plan as the surviving plan. As a result of the merger, the Kmart Plan and the interests therein ceased to exist.