

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) x	

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