

LINENS N THINGS INC
Form 15-12B
February 15, 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: 1-12381

LINENS 'N THINGS, INC.

(Exact Name of Registrant as specified in its charter)

6 Brighton Road
Clifton, NJ 07015
(973) 778-1300

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

COMMON STOCK, PAR VALUE \$.01 PER SHARE

(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 | ý | Rule | ý |
| 12g-4(a)(1)(i) | o | 12h-3(b)(1)(i) | o |
| Rule | o | Rule | o |
| 12g-4(a)(1)(ii) | o | 12h-3(b)(1)(ii) | o |
| Rule | | Rule | o |
| 12g-4(a)(2)(i) | | 12h-3(b)(2)(i) | |
| Rule | | Rule | |
| 12g-4(a)(2)(ii) | | 12h-3(b)(2)(ii) | |
| | | Rule 15d-6 | |

Approximate number of holders of record as of the certification or notice date: 1

Pursuant to the requirements of the Securities Exchange Act of 1934, as amended, Linens 'N Things, Inc. has caused this certification/notice to be signed on its behalf by the undersigned duly authorized person.

LINENS 'N THINGS, INC.

DATE: February 14, 2006

By: /s/ Brian D. Silva
Brian D. Silva
Senior Vice President, Human Resources,
Administration and Corporate Secretary