

GYMBOREE CORP

FORM 15-12G

(Termination of Registration of a Class of Security under Section 12(g))

Filed 06/12/17

Address	500 HOWARD STREET SAN FRANCISCO, CA 94105
Telephone	415-278-7000
CIK	0000786110
SIC Code	2300 - Apparel & Other Finishd Prods of Fabrics & Similar Matl
Industry	Apparel & Accessories
Sector	Consumer Cyclical
Fiscal Year	07/31

**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 000-21250

THE GYMBOREE CORPORATION

(Exact name of registrant as specified in its charter)

500 Howard Street
San Francisco, California 94150
(415) 278-7000

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

9.125% Senior Notes due 2018
(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)	<input type="checkbox"/>
Rule 12g-4(a)(2)	<input type="checkbox"/>
Rule 12h-3(b)(1)(i)	<input type="checkbox"/>
Rule 12h-3(b)(1)(ii)	<input type="checkbox"/>
Rule 15d-6	<input type="checkbox"/>
Rule 15d-22(b)	<input type="checkbox"/>

* In 2011, The Gymboree Corporation (the "Company") registered the 9.125% Senior Notes due 2018 (the "Securities") under the Securities Act of 1933, as amended, pursuant to a Form S-4 declared effective by the Securities and Exchange Commission (the "Commission"). The Securities were guaranteed by certain subsidiaries of the Company. Pursuant to Section 15(d) of the Securities Exchange Act of 1934, as amended (the "Exchange Act"), the duty of the Company and the guarantors thereunder to file reports under Section 15(d) of the Exchange Act was suspended for the fiscal year beginning January 1, 2013, because the Securities were held of record by less than 300 persons as of that date. Since that time, the Company has continued to file reports on a voluntary basis. The Company is filing this Form 15 to provide notice of its intention to cease voluntarily filing reports with the Commission.

Approximate number of holders of record as of the certification or notice date: 45.

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

THE GYMBOREE CORPORATION

Date: **June 12, 2017** _____

By: /s/ Daniel J. Griesemer _____

Name: *Daniel J. Griesemer*

Title: *Chief Executive Officer*