

MCRAE INDUSTRIES INC

Form 15-12B

December 19, 2005

**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: 1-8578

**McRae Industries, Inc.**

(Exact name of registrant as specified in its charter)

400 North Main Street  
Mt. Gilead, North Carolina 27306  
(910) 439-6147

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

Common Stock, \$1 Par Value Class A  
Common Stock, \$1 Par Value Class B

(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)	<input type="radio"/>	Rule	
		12h-3(b)(1)(ii)	<input type="radio"/>
Rule 12g-4(a)(1)(ii)	<input type="radio"/>	Rule	
		12h-3(b)(2)(i)	<input type="radio"/>
Rule 12g-4(a)(2)(i)	<input type="radio"/>	Rule	
Rule 12g-4(a)(2)(ii)	<input type="radio"/>	12h-3(b)(2)(ii)	<input type="radio"/>
Rule 12h-3(b)(1)(i)	<input checked="" type="radio"/>	Rule 15d-6	<input type="radio"/>

Approximate number of holders of record as of the certification or notice date: Class A 119, Class B 57.

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

McRAE INDUSTRIES, INC.

Dated: December 19, 2005

By: /s/ D. Gary McRae  
D. Gary McRae  
Chairman of the Board and President