FIRSTFED AMERICA BANCORP INC Form 15-12B May 17, 2004

> SECURITIES AND EXCHANGE COMMISSION 450 Fifth Street, N.W. 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 No. 1-12305

FIRSTFED AMERICA BANCORP, INC. (Exact name of registrant as specified in its charter)

ONE FIRSTFED PARK Swansea, Massachusetts 02777 (508) 679-8181

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

Common Stock, par value \$0.01

(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)	[x]	Rule 12h-3(b)(1)(ii)	[x]
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	[x]
Rule 12h-3(b)(1)(i)	[]		

Approximate number of holders of record as of the certificate or notice date: 0

Pursuant to the requirements of the Securities Exchange Act of 1934, Webster Financial Corporation, as successor to FIRSTFED AMERICA Bancorp, Inc. pursuant to the merger of FIRSTFED AMERICA Bancorp, Inc. with and into Webster Financial Corporation, has caused this certificate/notice to be signed on its behalf by the undersigned duly authorized person.

Date: May 14, 2004

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By: /s/	Harriet Munrett Wolfe
	Harriet Munrett Wolfe Executive Vice President, General Counsel and Secretary of Webster Financial Corporation