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CATALYST LIGHTING GROUP INC

Form 15-12G

December 27, 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: 333-75044

CATALYST LIGHTING GROUP, INC.

(Exact name of registrant as specified in its charter)

7700 Wyatt Drive, Fort Worth, TX, 76108

(817) 738-8181

(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  
provisions(s) relied upon to terminate or suspend the duty to file reports:

Rule 12g-4(a)(1)(i)

Rule 12g-4(a)(1)(ii)

Rule 12g-4(a)(2)(i)

Rule 12g-4(a)(2)(ii)

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Rule 12h-3(b)(1)(i)

Rule 12h-3(b)(1)(ii)

Rule 12h-3(b)(2)(i)

Rule 12h-3(b)(2)(ii)

Rule 15d-6

Approximate number of holders of record as of the certification or notice date:  
79

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

Date December 27, 2005

By: /s/ Dennis H. Depenbusch  
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Dennis H. Depenbusch, Chief Executive Officer