

SECURITIES AND EXCHANGE COMMISSION

FORM 15-12G

Notice of termination of registration of a class of securities under Section 12(g)

Filing Date: **2009-01-26**
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FILER

MENTOR CORP /MN/

CIK: **64892** | IRS No.: **410950791** | State of Incorporation: **MN** | Fiscal Year End: **1003**
Type: **15-12G** | Act: **34** | File No.: **000-07955** | Film No.: **09545437**
SIC: **3842** Orthopedic, prosthetic & surgical appliances & supplies

Mailing Address
201 MENTOR DR
SANTA BARBARA CA 93111

Business Address
201 MENTOR DR
SANTA BARBARA CA 93111
8058796000

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 SECTION 13 AND 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934.

Commission File Number: 005-35178

Mentor Corporation

(Exact name of registrant as specified in its charter)

201 Mentor Drive

Santa Barbara, California 93111, (800) 525-0245

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

Common Stock, par value \$0.10 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 12g-4(a)(1)
Rule 12g-4(a)(2)
Rule 12h-3(b)(1)(i)
Rule 12h-3(b)(1)(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, Mentor Corporation has caused this certification/notice to be signed on its behalf by the undersigned duly authorized person.

Date: January 26, 2009

MENTOR CORPORATION

By: /s/ Joseph A. Newcomb

Joseph A. Newcomb

