

ACR GROUP INC  
Form 8-A12B  
March 17, 2006

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**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**  
**WASHINGTON, D.C. 20549**  
**FORM 8-A**

**FOR REGISTRATION OF CERTAIN CLASSES OF SECURITIES**

**PURSUANT TO SECTION 12(b) OR 12(g) OF THE**  
**SECURITIES EXCHANGE ACT OF 1934**

**ACR GROUP, INC.**

(Exact Name of Registrant as Specified in its Charter)

**Texas**  
(State of Incorporation or Organization)

**74-2008473**  
(IRS Employer Identification No.)

**3200 Wilcrest Drive, Suite 440**

**Houston, Texas 77042**

(Address of Principal Executive Offices and Zip Code)

If this form relates to the registration of a class of securities pursuant to Section 12(b) of the Exchange Act and is effective pursuant to General Instruction A.(c), check the following box.

If this form relates to the registration of a class of securities pursuant to Section 12(g) of the Exchange Act and is effective pursuant to General Instruction A.(d), check the following box.

Securities Act registration statement file number to which this form relates:

Securities to be registered pursuant to Section 12(b) of the Act:

<b>Title of Each Class</b>	<b>Name Of Each Exchange On Which</b>
<b>To Be So Registered</b> <b>Common Stock, par value \$.01 per share</b>	<b>Each Class Is To Be Registered</b> <b>American Stock Exchange</b>
Securities to be registered pursuant to Section 12(g) of the Act: <input type="checkbox"/>	<input type="checkbox"/>

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**Item 1. Description of Registrant's Securities to be Registered**

A description of the registrant's common stock, par value \$.01 per share, is set forth under "Description of Common Stock" in the registrant's Registration Statement on Form S-1 (Registration No. 2-80998), filed with the Securities and Exchange Commission (the "Commission") on December 21, 1982, as amended on each of January 7, 1983, February 3, 1983, February 17, 1983, which description is incorporated herein by reference.

**Item 2. Exhibits.**

<b>Exhibit</b>	<b>Description</b>
3.1	Restated Articles of Incorporation (Incorporated by reference to Exhibit 3.1 to the Annual Report on Form 10-K for fiscal year ended June 30, 1991)
3.2	Articles of Amendment to Articles of Incorporation (Incorporated by reference to Exhibit 3.2 to the Annual Report on Form 10-K for fiscal year ended February 28, 1993)
3.3	Amended and Restated Bylaws (Incorporated by reference to Exhibit 3.2 to the Annual Report on Form 10-K for fiscal year ended June 30, 1991)
3.4	Amendment to Bylaws dated December 8, 1992 (Incorporated by reference to Exhibit 3.4 to the Annual Report on Form 10-K for fiscal year ended February 28, 1993)
4.1	Specimen of Common Stock Certificate (Incorporated by reference to Exhibit 4.1 to the Annual Report on Form 10-K for fiscal year ended February 28, 1993)

**SIGNATURE**

Pursuant to the requirements of Section 12 of the Securities Exchange Act of 1934, the registrant has duly caused this registration statement to be signed on its behalf by the undersigned, thereto duly authorized.

ACR GROUP, INC.

Date: March 17, 2006

By: /s/ Anthony R. Maresca

Name: Anthony R. Maresca

Title: Senior Vice President and Chief Financial Officer