

Interact Holdings Group, Inc.
Form 15-15D
August 12, 2008

**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 333-70932

INTERACT HOLDINGS GROUP, INC.

(Exact name of registrant as specified in its charter)

Address

9625 Mission Gorge Road, B2366, Santee, CA 92071
Tel (619) 342-7443

Common Stock

624,030,575

N/A

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

Approximate number of holders of record as of the certification or notice date: 200

Pursuant to the requirements of the Securities Exchange Act of 1934 (*Name of registrant as specified in charter*) has caused this certification/notice to be signed on its behalf by the undersigned duly authorized person.

Date: August 11, 2008

By:

/s/

William Yates
Chief Executive Officer

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Instruction: This form is required by Rules 12g-4, 12h-3 and 15d-6 of the General Rules and Regulations under the Securities Exchange Act of 1934. The registrant shall file with the Commission three copies of Form 15, one of which shall be manually signed. It may be signed by an officer of the registrant, by counsel or by any other duly authorized person. The name and title of the person signing the form shall be typed or printed under the signature.
