

Edgar Filing: WILLBROS GROUP INC - Form 15-15D

WILLBROS GROUP INC  
Form 15-15D  
April 12, 2006

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: 333-21399

WILLBROS EMPLOYEES' 401(k) INVESTMENT PLAN

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(Exact name of registrant as specified in its charter)

4400 Post Oak Parkway, Suite 1000  
Houston, Texas 77027  
(713) 403-8000

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

Plan Interests in the Willbros Employees' 401(k) Investment Plan\*

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(Title of each class of securities covered by this Form)

None

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(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)	[ ]	Rule 12h-3(b)(1)(i)	[X]
Rule 12g-4(a)(1)(ii)	[ ]	Rule 12h-3(b)(1)(ii)	[ ]
Rule 12g-4(a)(2)(i)	[ ]	Rule 12h-3(b)(2)(i)	[ ]
Rule 12g-4(a)(2)(ii)	[ ]	Rule 12h-3(b)(2)(ii)	[ ]
		Rule 15d-6	[ ]

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

Pursuant to the requirements of the Securities Exchange Act of 1934, the  
Willbros Employees' 401(k) Investment Plan has caused this certification/notice  
to be signed on its behalf by the undersigned duly authorized person.

Date: April 12, 2006

Willbros Employees' 401(k) Investment Plan

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By: /s/ Dennis G. Berryhill

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Dennis G. Berryhill  
Willbros Employee Benefits Committee

- \* This Form is filed to report the suspension of the duty of the Willbros Employees' 401(k) Investment Plan to file reports as a result of the Plan's ceasing to offer shares of common stock of Willbros Group, Inc. under the Plan.