OSH 1 LIQUIDATING Corp Form 15-12B February 27, 2014

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 001-11679

OSH 1 Liquidating Corporation

(Exact name of registrant as specified in its charter)

6450 Via Del Oro

San Jose, CA 95119

(408) 281-3500

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

Series A Preferred Stock, par value \$0.00001 per share

Class A Common Stock, par value \$0.01 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 provision(s) relied upon to terminate or suspend the duty to file reports:

Rule 12g-4(a)(1)xRule 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:

Series A Preferred Stock: 0

Class A Common Stock: 0

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: February 27, 2014

By:/s/ Bradley I. DietzName:Bradley I. DietzTitle:Responsible Person