

HealthMarkets, Inc.
Form 15-12B
March 18, 2013

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: 000-14320

HealthMarkets, Inc.

(Exact name of registrant as specified in its charter)

9151 Boulevard 26

North Richland Hills, Texas 76180

(817) 255-5200

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

Class A-1 Common Stock, \$0.01 par value

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Class A-2 Common Stock, \$0.01 par value

(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) | x |
| Rule 12g-4(a)(2) | .. |
| Rule 12h-3(b)(1)(i) | .. |
| Rule 12h-3(b)(1)(ii) | .. |
| Rule 15d-6 | x |

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

Class A-1 Common Stock: 27*

Class A-2 Common Stock: 58*

* As of January 1, 2013, the Class A-1 Common Stock and the Class A-2 Common Stock were each held of record by less than 300 persons.

Pursuant to the requirements of the Securities Exchange Act of 1934 HealthMarkets, Inc. has caused this certification/notice to be signed on its behalf by the undersigned duly authorized person.

| | | | | |
|-------|----------------|-----|-------------------------|--|
| Date: | March 18, 2013 | By: | /s/ R. Scott Donovan | Executive Vice President and Chief Financial Officer |
| | Date | | R. Scott Donovan | Title |

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.