

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: 033-70572

Eye Care Centers of America, Inc.

(Exact name of registrant as specified in its charter)

11103 West Avenue, San Antonio, Texas, 78213, (210) 340-3531

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

10 ¾% Senior Subordinated Notes due 2015

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

N/A

(Title of all other classes of securities for which a duty to file reports under section 13(a) or 15(d) remains)

Please place and 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 12g-4(a)(1)(ii)

Rule 12g-4(a)(2)(i)

Rule 12g-4(a)(1)(ii)

Rule 12h-3(b)(1)(i)

Rule 12h-3(b)(1)(ii)

Rule 12h-3(b)(2)(i)

Rule 12h-3(b)(2)(ii)

Rule 15d-6

Approximate number of holders of record as of the certification or notice date: 16

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

Date: August 4, 2006

By: /s/ Douglas C. Shepard
Name: Douglas C. Shepard
Title: Executive Vice President, Chief
Financial Officer, Secretary and
Treasurer