

PENTAIR INC  
Form 15-12B  
February 01, 2005

**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 1-11625

**PENTAIR, INC.**

(Exact name of registrant as specified in its charter)

**5500 Wayzata Blvd, Suite 800, Golden Valley, Minnesota 55416-1259**

**(763) 545-1730**

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

**Common Share Purchase Rights**

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

**Common Shares, \$0.16 2/3 par value**

**Preferred Share Purchase Rights**

(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)	x	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

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

DATE: February 1, 2005

By: /s/ Louis L. Ainsworth  
Name: Louis L. Ainsworth  
Title: Senior Vice President, Secretary and  
General Counsel