

EMDEON CORP
Form 15-12G
December 30, 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: **0-24975**

EMDEON CORPORATION

(Exact name of registrant as specified in its charter)

669 River Drive, Center 2, Elmwood Park, New Jersey 07407-1361 (201) 703-3400

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

**Interests in Emdeon Corporation Stock Fund of Emdeon Practice Services, Inc. 401(k)
Profit Sharing Plan (formerly known as Medical Manager 401(k) Profit Sharing Plan)***

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

Common Stock

1.75% Convertible Subordinated Notes Due 2023

3 1/8% Convertible Notes Due 2025

(Title 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) <input type="radio"/> | Rule 12h-3(b)(1)(i) <input type="checkbox"/> |
| Rule 12g-4(a)(1)(ii) <input type="radio"/> | Rule 12h-3(b)(1)(ii) <input type="radio"/> |
| Rule 12g-4(a)(2)(i) <input type="radio"/> | Rule 12h-3(b)(2)(i) <input type="radio"/> |
| Rule 12g-4(a)(2)(ii) <input type="radio"/> | Rule 12h-3(b)(2)(ii) <input type="radio"/> |
| | Rule 15d-6 <input type="radio"/> |

Approximate number of holders of record as of the certification or notice date: 224*

*No new contributions or exchanges into the Emdeon Corporation Stock Fund of the above-referenced plan will be made by plan participants after December 30, 2005.

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

EMDEON CORPORATION

Date: December 30, 2005

By: /s/ Lewis H. Leicher
Name: Lewis H. Leicher
Title: Senior Vice President