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CALLOWAYS NURSERY INC
Form 15-12G
May 17, 2004

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 0-19305

CALLOWAY'S NURSERY, INC.

(Exact name of registrant as specified in its charter)

4200 Airport Freeway, Suite 200,
Fort Worth, Texas 76117-6200
817-222-1122

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

COMMON STOCK, \$.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)(i) | [x] | Rule 12h-3(b)(1)(ii) | [] |
| Rule 12g-4(a)(1)(ii) | [] | Rule 12h-3(b)(2)(i) | [] |
| Rule 12g-4(a)(2)(i) | [] | Rule 12h-3(b)(2)(ii) | [] |
| Rule 12g-4(a)(2)(ii) | [] | Rule 15d-6 | [] |
| Rule 12h-3(b)(1)(i) | [x] | | |

Approximate number of holders of record as of the certification or notice date: 223

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

Date: May 17, 2004

CALLOWAY'S NURSERY, INC.

By: /s/Daniel G. Reynolds

Name: Daniel G. Reynolds

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Title: Vice President and

Chief Financial Officer
