

ZIPCAR INC
Form 15-12B
March 25, 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: 001-35131

ZIPCAR, INC.

(Exact name of registrant as specified in its charter)

25 First Street, 4th Floor

Cambridge, MA 02141

(617) 885-4231

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

Common Stock, \$.001 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) | X |
| Rule 12h-3(b)(1)(ii) | .. |
| Rule 15d-6 | .. |

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

Common Stock, \$.001 par value 1 holder

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

Date: March 25, 2013

By: /s/ Dean J. Breda

Name: Dean J. Breda

Title: General Counsel and Secretary