

WENDY'S/ARBY'S GROUP, INC.

Form 15-12B

October 14, 2008

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 1-2207

Wendy's/Arby's Group, Inc.

(Exact name of registrant as specified in its charter)

**1155 Perimeter Center West
12th Floor**

Atlanta, Georgia 30338

(678) 514-4100

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

Class B Common Stock, Series 1

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

Class A Common Stock

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

Approximate number of holders of record as of the certificate or notice date: **None**

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

Date: October 14, 2008

By: /s/ Stephen E. Hare
Stephen E. Hare
Senior Vice President and Chief Financial Officer

Wendy's/Arby's Group, Inc.