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BNP RESIDENTIAL PROPERTIES INC Form 15-12B February 28, 2007

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: 1-9496

BNP Residential Properties, Inc. _____

(Exact name of registrant as specified in its charter)

301 S. College Street, Suite 3850 Charlotte, NC 28202-6024 Telephone: (704) 944-0100

_____ _____

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

Common Stock, par value \$0.01 per share

(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)(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

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

BNP Residential Properties, Inc.

Date: February 28, 2007

By: /s/ Eric S. Rohm

_____ Name: Eric S. Rohm Title: Vice President

1