

BioElectronics Corp
Form 15-12G
April 18, 2011

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, DC 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 000-51809

BioElectronics Corporation
(Exact name of registrant as specified in its charter)

4539 Metropolitan Court, Frederick, Maryland, 21704 (301) 874-4890
(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 | x |
| 12g-4(a)(1) | |
| Rule | x |
| 12g-4(a)(2) | |
| Rule | .. |
| 12h-3(b)(1)(i) | |
| Rule | .. |
| 12h-3(b)(1)(ii) | |
| Rule 15d-6 | .. |

Approximate number of holders of record as of the certification or notice date: 171

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

Date: April By: /s/
18, 2011 Andrew
Whelan

Andrew
Whelan,
President
and Chief
Financial
Officer
