

MICHAEL BAKER CORP  
Form 15-12B  
October 28, 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: 1-6627**

**MICHAEL BAKER CORPORATION**  
**(Exact name of registrant as specified in its charter)**

**H. James McKnight**  
**Executive Vice President, Chief Legal Officer and Corporate Secretary**

**Airside Business Park**

**100 Airside Drive**

**Moon Township, Pennsylvania 15108**

**(412) 269-6300**

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

*Copies to:*

**Kevin J. Lavin**

**J. Matthew Owens**

**Arnold & Porter LLP**

**555 Twelfth Street, N.W.**

**Washington, D.C. 20004**

**(202) 942-5000**

**Common Stock, par value \$1.00 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)     | 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: 1

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

Date: October 28, 2013

MICHAEL BAKER CORPORATION

By: /s/ Thomas J. Campbell

Name: Thomas J. Campbell

Title: Chairman