

SECURITIES AND EXCHANGE COMMISSION

Issuer Delisting; Order Granting the Application of The Black & Decker Corporation to Withdraw its Common Stock, \$.50 par value, from Listing and Registration on the Pacific Exchange, Inc. File No. 1-01553

October 17, 2005

On August 26, 2005, The Black & Decker Corporation, a Maryland corporation, ("Issuer"), filed an application with the Securities and Exchange Commission ("Commission"), pursuant to Section 12(d) of the Securities Exchange Act of 1934 ("Act")¹ and Rule 12d2-2(d) thereunder,² to withdraw its common stock, \$.50 par value ("Security"), from listing and registration on the Pacific Exchange, Inc. ("PCX"). Notice of such application requesting comments was published in the Federal Register on September 28, 2005.³ No comments were received. As discussed below, the Commission is granting the application.

On July 21, 2005, the Board of Directors ("Board") of the Issuer approved a resolution to withdraw the Security from listing and registration on PCX. The Issuer stated that the following reasons factored into the Board's decision to withdraw the Security from PCX: (i) the Issuer has maintained a dual listing of the Security on the New York Stock Exchange ("NYSE") and PCX since February 15, 1985; (ii) the primary exchange for trading the Security is NYSE; (iii) a de minimus amount of the Security is traded on PCX; (iv) at the time of the Issuer's initial listing on PCX, a regional exchange listing was thought to provide added liquidity to a nationally-traded stock because some investors traded only on regional exchanges; (v) since that time, however, advances in electronic trading platforms have essentially created a single domestic trading

¹ 15 U.S.C. 78l(d).

² 17 CFR 240.12d2-2(d).

³ See Securities Exchange Act Release No. 52483 (September 21, 2005), 70 FR 56749.

platform and eliminated the benefit of dual listings on regional exchanges; and (vi) listing on a regional exchange no longer provides any additional value, and delisting from PCX will save costs by eliminating fees associated with the listing and reduce reporting activities.

The Issuer stated in its application that it has complied with applicable rules of PCX by providing PCX with the required documents governing the withdrawal of securities from listing and registration on PCX. The Issuer's application relates solely to the withdrawal of the Security from listing on PCX, and shall not affect its continued listing on NYSE or its obligation to be registered under Section 12(b) of the Act.⁴

The Commission, having considered the facts stated in the application and having due regard for the public interest and protection of investors, orders that the application be, and it hereby is, granted, effective at the opening of business on October 18, 2005.

For the Commission, by the Division of Market Regulation, pursuant to delegated authority.⁵

Jonathan G. Katz
Secretary

⁴ 15 U.S.C. 781(b).

⁵ 17 CFR 200.30-3(a)(1).