MFN FINANCIAL CORP
Form 15-12G
March 21, 2002

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                              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 1-10176

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

        100 Field Drive, Lake Forest, Illinois 60045; (847) 295-8600
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    (Address, including zip code, and telephone number, including area code, of
                    registrant's principal executive offices)

                 Common Stock, par value $.01 per share
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              (Title of each class of securities covered by this Form)

                                  None
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            (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)  |_|
            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: One

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


Date:  March  21, 2002                      /s/ Christopher M. Denver
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                                            Name:   Christopher M. Denver
                                            Title:  Assistant Vice President and
                                                    Controller




Instruction:  This  form is  required  by Rules  12g-4,  12h-3  and 15d-6 of the
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General Rules and Regulations under the Securities Exchange Act of 1934. The registrant shall file with the Commission three copies of Form 15, one of which shall be manually signed. It may be signed by an officer of the registrant, by counsel or by any other duly authorized person. The name and title of the person signing the form shall be typed or printed under the signature.