

CEC ENTERTAINMENT INC
Form 15-12B
February 28, 2014

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 001-13687

CEC ENTERTAINMENT, INC.

(Exact name of registrant as specified in its charter)

4441 W. Airport Freeway
Irving, Texas 75062
(972) 258-8507

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

Common Stock, Par Value \$0.10 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: One*

* On February 14, 2014, Q Merger Sub Inc., a Kansas corporation (Merger Sub), merged (the Merger) with and into CEC Entertainment, Inc., a Kansas corporation (the Company), pursuant to that certain Agreement and Plan of Merger, dated as of January 15, 2014, by and among Qeso Holdings Inc., a Delaware corporation and the parent of Merger Sub (Parent), Merger Sub and the Company. The Company is the surviving corporation in the Merger and is a wholly-owned subsidiary of Parent.

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

Date: February 28, 2014

By: /s/ Jay Young

Name: Jay Young

Title: Senior Vice President and General Counsel