

-----  
OMB APPROVAL

OMB Number: 3235-0167  
Expires: November 30, 1995  
Estimated average burden  
hours per response.....1.50  
-----

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 33-27600

Emerson Electric Co./The Copeland Corporation Retirement Savings Plan

-----  
(Exact name of registrant as specified in its charter)

8000 West Florissant Avenue, St. Louis, Missouri 63136 (314) 553-2431  
-----

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

Common Stock, \$1.00 par value, Preferred Share Purchase Rights and Plan  
Participations

-----  
(Title of each class of securities covered by this Form)

-----  
(Title of all other classes of securities for which a duty to file reports  
under section 13(a) of 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)	<input type="checkbox"/>	Rule 12h-3(b)(1)(i)	<input checked="" type="checkbox"/>
Rule 12g-4(a)(1)(ii)	<input type="checkbox"/>	Rule 12h-3(b)(1)(ii)	<input type="checkbox"/>
Rule 12g-4(a)(2)(i)	<input type="checkbox"/>	Rule 12h-3(b)(2)(i)	<input type="checkbox"/>
Rule 12g-4(a)(2)(ii)	<input type="checkbox"/>	Rule 12h-3(b)(2)(ii)	<input type="checkbox"/>
		Rule 15d-6	<input type="checkbox"/>

Approximate number of holders of record as of the certification or notice  
date: -0-

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

Date: July 1, 1994

By: /s/ H. M. Smith

-----  
H. M. Smith, Assistant Secretary