

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

Date of Report (Date of earliest event reported) July 30, 2008

COMMERCE GROUP CORP.

\_\_\_\_\_  
(Exact name of registrant as specified in its charter)

Wisconsin

1-7375

39-6050862

\_\_\_\_\_  
(State or other jurisdiction  
of incorporation)

\_\_\_\_\_  
(Commission File Number)

\_\_\_\_\_  
(IRS Employer  
Identification No.)

6001 North 91st Street, Milwaukee, Wisconsin 53225-1795

\_\_\_\_\_  
(Address of principal executive offices) (Zip Code)

Registrant's telephone number, including area code: (414) 462-5310  
fax: (414) 462-5312

Not Applicable

\_\_\_\_\_  
(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

\_\_\_ Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

\_\_\_ Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)

\_\_\_ Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

\_\_\_ Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

ITEM 1.02 TERMINATION OF A MATERIAL DEFINITIVE AGREEMENT

On July 30, 2008, the Company received notice from Manti Holdings LLC that Manti Holdings LLC will not continue efforts to enter into a transaction relating to Commerce Group Corp.'s San Sebastian Gold Mine in the country of El Salvador. Commerce Group Corp. continues to seek a suitable development partner or purchaser.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

COMMERCE GROUP CORP.  
(Registrant)

/s/ Edward A. Machulak

Date: August 5, 2008

\_\_\_\_\_  
By: Edward A. Machulak, President