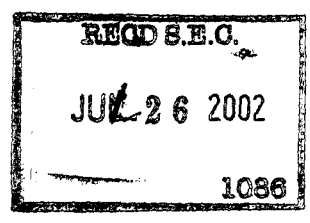




Richard A. Mikaliunas
 Senior Vice President
 Capital Markets

American Stock Exchange
 88 Trinity Place
 New York, NY 10006-1872
 T 212 306 1807
 F 212 306 2086
 richard.mikaliunas@amex.com

1-7182



July 26, 2002

Ms. Willie Mae Stroud
 Filer Support - 2
 Room 1004, Mail Stop 1-4
 Office of Filing Information & Consumer Services
 Division of Market Regulation
 Securities and Exchange Commission
 Judiciary Plaza
 450 Fifth Street, NW
 Washington, D.C. 20549

PROCESSED
 JUL 31 2002
 THOMSON FINANCIAL

Dear Ms. Stroud:

This is to certify that the American Stock Exchange, (the "Exchange") received from Merrill Lynch & Co., Inc. (the Registrant) a copy of the Company's Registration Statement on Form 8-A for the registration of the following security:

Market Index Target-Term Securities
based upon the Dow Jones Industrial Average
Due July, 2009

We further certify that the above security has been approved by the Exchange for listing and registration, upon official notice of issuance, and understand that the 8A will be immediately effective upon your receipt of same, in accordance with SEC Rule 3a12-11.

Sincerely,