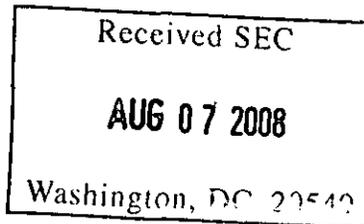




**AMERICAN
STOCK EXCHANGE**
Equities Options ETFs



Beth A. Kleiman
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CERTAMX
001-07182

August 7, 2008

Mr. Brian Johnson
Branch Chief
Securities and Exchange Commission
Office of Filings and Information Services
Filer Support #2
Room #2531
100 F Street, N.E.
Washington, D.C. 20549

PROCESSED
AUG 13 2008
THOMSON REUTERS

Dear Mr. Johnson:

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:

**STEP IncoSme SecuritiesSM Due August 17, 2009
linked to the common stock of Monsanto Company**

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 this letter.

Sincerely,

Beth A. Kleiman
Beth A. Kleiman

END