FILE NO. 33-65135 RULE 424(B)(3)

PROSPECTUS SUPPLEMENT (TO PROSPECTUS DATED APRIL 4, 1996) (TO PROSPECTUS SUPPLEMENT DATED APRIL 10, 1996)

PROSPECTUS NUMBER: 1392 DATED: AUGUST 8, 1996

MERRILL LYNCH & CO., INC.

MEDIUM-TERM NOTES, SERIES D

DUE NINE MONTHS OR MORE FROM DATE OF ISSUE

FLOATING RATE NOTES

<TABLE> <CAPTION>

<S> <C>

BASE RATE: LIBOR

INDEX MATURITY: One Month

TRADE DATE: August 8, 1996

SETTLEMENT DATE: August 13, 1996

MATURITY DATE: August 13, 1998

REDEMPTION DATE: N/A

OPTIONAL REPAYMENT DATES: N/A

SPREAD: 0.080%

(plus eight bps)

SPREAD MULTIPLIER: N/A

MAXIMUM INTEREST RATE: N/A

MINIMUM INTEREST RATE: N/A

INTEREST RESET DATES: Monthly

INTEREST PAYMENT DATES: The 13th of each month commencing September 13, 1996 through

Maturity, subject to modified following business day convention.

INITIAL INTEREST RATE: 5.50578%

FORM: Book-entry

</TABLE>