



**AMERICAN STOCK EXCHANGE**  
Equities Options ETFs

Received SEC  
FEB 26 2008  
Washington, DC 20549

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February 26, 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

FEB 28 2008

THOMSON  
FINANCIAL

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:

**9% Callable STock Return Income DEbt Securities<sup>SM</sup> due March 1, 2010 payable on the maturity date with Google Inc. common stock**

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

END