

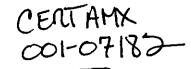
Received SEC

JUL 0 3 2008

Washington, DC 20549

Beth A. Kleiman Vice President Capital Markets

American Stock Exchange 86 Trinity Place New York, NY 10006-1872 T 212 306 1460 F 212 306 2066 beth.kleiman@amex.com





July 3, 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

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 Income SecuritiesSM Due July 14, 2009 Linked to the common stock of Freeport-McMoRan Copper & Gold Inc.

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,

PROCESSED

Beth A. Kleiman

JUL 0 8 2008
THOMSON REUTERS

