



**AMERICAN  
STOCK EXCHANGE**  
Equities Options ETFs

Received SEC  
**AUG 07 2008**  
Washington, DC 20549

Beth A. Kleiman  
Vice President  
Capital Markets

American Stock Exchange  
88 Trinity Place  
New York, NY 10008-1872  
T 212 306 1460  
F 212 308 2066  
beth.kleiman@amex.com



08053885

August 7, 2008

CEC AMX  
001-07182

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**  
3 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:

**Capped Leveraged Index Return Notes<sup>®</sup>**  
**Linked to the MSCI Emerging Markets Index<sup>SM</sup> due January 29, 2010**

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**