

CERTIPAC

**NYSE Regulation**

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VIA FACSIMILE AND U.S. MAIL

November 21, 2008

Ms. Velma Smith, Branch Chief
Branch of Filer Support 2, Mailstop 1-4
Securities and Exchange Commission
450 Fifth Street, N.W., Room #1004
Washington, D.C. 20549

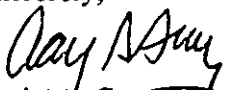
Re: Merrill Lynch & Co.

Dear Ms. Smith:

Please be advised that NYSE Regulation, Inc. has received (on November 14, 2008) an application from the above-referenced issuer and has approved the 82 securities detailed on attached Exhibit A for listing on NYSE Arca, Inc. ("Exchange").

The Exchange requests acceleration of registration of these securities under the Securities Exchange Act of 1934. If there are any questions, please call me at (312) 442-7832. Your assistance is greatly appreciated.

Sincerely,



Craig A. Gray
Manager, Listing Compliance

Enclosure

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EXHIBIT A

Merrill Lynch & Co. Issues Listing on NYSE Arca, Inc.

Accelerated Return Notes Linked to the S&P 500[®] Index Due November 26, 2008

12% Callable STock Return Income DEbt SecuritiesSM Due September 4, 2009
Payable on the stated maturity date with Apple Inc. common stock

STEP Income SecuritiesSM Due June 25, 2009 linked to the common stock of Apple Inc.
Bear Market Strategic Accelerated Redemption SecuritiesSM Linked to the S&P Small Cap Regional
Banks Index Due February 2, 2010

Accelerated Return Bear Market Notes Linked to the Russell 3000[®] Index due October 2, 2009

Bear Market Strategic Accelerated Redemption SecuritiesSM Linked to the Consumer Discretionary
Select Sector Index Due December 28, 2009

Accelerated Return Bear Market Notes Linked to the Russell 3000[®] Index Due January 21, 2009

9% Callable STock Return Income DEbt SecuritiesSM due March 5, 2009 Payable on the maturity
date with Best Buy Co., Inc. common stock

Capped Leveraged Index Return Notes[®] Linked to the MSCI Brazil IndexSM due January 20, 2010

Accelerated Return NotesSM Linked to the MSCI Brazil IndexSM Due May 5, 2009

8% Monthly Income Strategic Return Notes[®] Linked to the CBOE DJIA BuyWrite Index due
November 9, 2010

8% Monthly Income Strategic Return Notes[®] Linked to the CBOE S&P 500 BuyWrite Index due
June 7, 2010

10% Callable STock Return Income DEbt SecuritiesSM Due March 6, 2009 Payable on the stated
maturity date with The Boeing Company common stock

8% Monthly Income Strategic Return Notes[®] Linked to the CBOE S&P 500 BuyWrite Index due
January 3, 2011

11% Callable STock Return Income DEbt SecuritiesSM Due April 28, 2009 payable on the maturity
date with Cisco Systems, Inc. common stock

Strategic Accelerated Redemption SecuritiesSM Linked to the Dow Jones Industrial AverageSM due
July 7, 2010

SStrategic Accelerated Redemption SecuritiesSM Linked to the Dow Jones Industrial AverageSM Due
April 2, 2010

SStrategic Accelerated Redemption SecuritiesSM Linked to the Dow Jones EURO STOXX 50SM
Index Due November 9, 2009

Exhibit A, continued

Accelerated Return NotesSM Linked to the Dow Jones Industrial AverageSM Due February 5, 2009

Accelerated Return NotesSM Linked to the PHLX Semiconductor SectorSM Index Due January 21, 2009

Accelerated Return NotesSM Linked to the MSCI EAFE Index[®] Due December 4, 2008

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

100% Principal Protected Global Currency Basket Notes due February 9, 2009

Accelerated Return NotesSM Linked to the PHLX Gold & Silver SectorSM Index Due December 3, 2008

9% Callable STock Return Income DEbt SecuritiesSM Due March 1, 2010 Payable on the stated maturity date with Google Inc. common stock

Accelerated Return NotesSM Linked to the Russell 1000 Growth[®] Index Due December 4, 2008

Accelerated Return NotesSM Linked to the PHLX Gold and Silver SectorSM Index Due January 16, 2009

Bear Market Strategic Accelerated Redemption SecuritiesSM Linked to the PHLX Housing SectorSM Index due November 3, 2009

Strategic Return Notes[®] Linked to the Merrill Lynch Factor ModelSM due November 7, 2012

11% Callable STock Return Income DEbt SecuritiesSM Due February 8, 2010 payable on the stated maturity date with The Home Depot, Inc. common stock

Accelerated Return NotesSM Linked to the Health Care Select Sector Index due June 2, 2009

Accelerated Return Bear Market Notes Linked to the Energy Select Sector Index due June 29, 2009

Accelerated Return Bear Market Notes Linked to the Energy Select Sector Index due May 5, 2009

Strategic Return Notes[®] Linked to the Industrial 15 Index due August 9, 2010

Accelerated Return NotesSM Linked to the MSCI EAFE[®] Index Due August 27, 2009

Callable Market Index Target-Term Securities[®] due May 4, 2009 Linked to the S&P 500[®] Index

Strategic Return Notes[®] Linked to the Baby Boomer Consumption Index due September 6, 2011

Accelerated Return NotesSM Linked to the S&P MidCap 400[®] Index Due January 21, 2009

Exhibit A, continued

Accelerated Return NotesSM Linked to the MSCI EAFE Index[®] Due February 6, 2009

Strategic Return Notes[®] Linked to the Industrial 15 Index due February 2, 2012

9% Callable S**T**ock Return Income DE**bt** SecuritiesSM Due December 4, 2009 Payable on the stated maturity date with Exxon Mobil Corporation common stock

Capped Leveraged Index Return Notes[®] Linked to the MSCI Emerging Markets IndexSM due January 29, 2010

Market Index Target-Term Securities[®] based upon the Dow Jones Industrial AverageSM due August 7, 2009

S&P 500[®] Market Index Target-Term Securities[®] due September 4, 2009

Accelerated Return NotesSM Linked to the MSCI EAFE Index[®] due October 5, 2009

Dow Jones EURO STOXX 50SM Index Market Index Target-Term Securities[®] due June 28, 2010

Strategic Return Notes[®] Linked to the Value 30 Index due July 6, 2011

S&P 500[®] Market Index Target-Term Securities[®] due June 29, 2009

Nikkei 225 Market Index Target-Term Securities[®] due March 30, 2009

Nikkei 225 Market Index Target-Term Securities[®] due April 5, 2010

Strategic Return Notes[®] Linked to the Select Ten Index due March 8, 2012

Strategic Return Notes[®] Linked to the Value 30 Index due August 8, 2011

Accelerated Return NotesSM Linked to the MSCI EAFE[®] Index Due May 4, 2009

Strategic Return Notes[®] Linked to the Merrill Lynch Factor ModelSM due December 6, 2012

12% Callable S**T**ock Return Income DE**bt** SecuritiesSM due March 26, 2010 payable on the stated maturity date with Monsanto Company common stock

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

Nikkei 225[®] Market Index Target-Term Securities[®] due June 5, 2009

50/150 Nikkei 225[®] Index Notes due October 7, 2009

Accelerated Return NotesSM Linked to the S&P 500[®] Index Due April 6, 2009

Exhibit A, continued

Accelerated Return NotesSM Linked to the Nikkei 225[®] Index Due June 26, 2009

STEP Income SecuritiesSM Due June 4, 2009 Linked to the common stock of Qualcomm Incorporated

Strategic Accelerated Redemption SecuritiesSM Linked to the Russell 2000[®] Index Due April 2, 2010

Capped Leveraged Index Return Notes[®] Linked to the Russell 2000[®] Index due January 20, 2010

Capped Leveraged Index Return Notes[®] Linked to the Russell 2000[®] Index Due October 30, 2009

Market Index Target-Term Securities[®] based upon the Russell 2000[®] Index due March 30, 2009

Strategic Return Notes[®] Linked to the Select Ten Index due May 10, 2012

Strategic Return Notes[®] Linked to the Select Ten Index due November 8, 2011

Accelerated Return NotesSM Linked to the S&P 100[®] Index Due January 21, 2009

Accelerated Return Bear Market Notes Linked to the Russell 2000[®] Index Due February 5, 2009

Accelerated Return NotesSM Linked to the S&P 500[®] Index due August 27, 2009

Strategic Accelerated Redemption SecuritiesSM Linked to the S&P 500[®] Index due March 8, 2010

Strategic Accelerated Redemption SecuritiesSM Linked to the S&P 500[®] Index due November 30, 2009

Accelerated Return NotesSM Linked to the S&P 500[®] Index due December 4, 2008

Strategic Return Notes[®] Linked to the Industrial 15 Index due August 3, 2009

Strategic Accelerated Redemption SecuritiesSM Linked to the S&P 500[®] Index Due May 4, 2010

9% Callable Stock Return Income Debt SecuritiesSM Due September 24, 2009 Payable on the stated maturity date with Caterpillar Inc. common stock

Strategic Accelerated Redemption SecuritiesSM Linked to the S&P 500[®] Index Due August 3, 2010

Strategic Accelerated Redemption SecuritiesSM Linked to the S&P 500[®] Index Due June 25, 2010

Strategic Return Notes[®] Linked to the Select 10 Index due July 5, 2012

Strategic Return Notes[®] Linked to the Select Utility Index due February 25, 2009

Exhibit A, completed

Strategic Return Notes[®] Linked to the Select Utility Index due September 28, 2009

Accelerated Return NotesSM Linked to the PHLX Gold and Silver SectorSM Index Due June 2, 2009

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