

SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

FORM 8-A

FOR REGISTRATION OF CERTAIN CLASSES OF SECURITIES  
PURSUANT TO SECTION 12(b) OR 12(g) OF THE  
SECURITIES EXCHANGE ACT OF 1934

Merrill Lynch & Co., Inc.

(Exact name of registrant as specified in its charter)

Delaware

(State of incorporation or organization)

13-2740599

(I.R.S. Employer  
Identification No.)

4 World Financial Center

New York, New York

(Address of principal executive offices)

10080

(Zip Code)

If this form relates to the registration of a class of securities pursuant to Section 12(b) of the Exchange Act and is effective pursuant to General Instruction A.(c), please check the following box.

If this form relates to the registration of a class of securities pursuant to Section 12(g) of the Exchange Act and is effective pursuant to General Instruction A.(d), please check the following box.

Securities Act registration statement file number to which this form relates: 333-132911; 333-122639; 333-109802; 333-83374 and 333-52822

Securities to be registered pursuant to Section 12(b) of the Act:

Title of each class  
to be so registered

Name of each exchange on which  
each class is to be registered

NYSE Arca, Inc.

Accelerated Return Notes Linked to the S&P 500® Index Due November 26, 2008; 12% Callable SStock Return Income DEbt Securities<sup>SM</sup> Due September 4, 2009 Payable on the stated maturity date with Apple Inc. common stock; STEP Income Securities<sup>SM</sup> Due June 25, 2009 Linked to the common stock of Apple Inc.; Bear Market Strategic Accelerated Redemption Securities<sup>SM</sup> 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 Securities<sup>SM</sup> Linked to the Consumer Discretionary Select Sector Index Due December 28, 2009;

Accelerated Return Bear Market Notes Linked to the Russell 3000<sup>®</sup> Index Due January 21, 2009; 9% Callable STock Return Income DEbt Securities<sup>SM</sup> due March 5, 2009 Payable on the maturity date with Best Buy Co., Inc. common stock; Capped Leveraged Index Return Notes<sup>®</sup> Linked to the MSCI Brazil Index<sup>SM</sup> due January 20, 2010; Accelerated Return Notes<sup>SM</sup> Linked to the MSCI Brazil Index<sup>SM</sup> Due May 5, 2009; 8% Monthly Income Strategic Return Notes<sup>®</sup> Linked to the CBOE DJIA BuyWrite Index due November 9, 2010; 8% Monthly Income Strategic Return Notes<sup>®</sup> Linked to the CBOE S&P 500 BuyWrite Index due June 7, 2010; 10% Callable STock Return Income DEbt Securities<sup>SM</sup> Due March 6, 2009 Payable on the stated maturity date with The Boeing Company common stock; 8% Monthly Income Strategic Return Note<sup>®</sup> Linked to the CBOE S&P 500 BuyWrite Index due January 3, 2011; 11% Callable STock Return Income DEbt Securities<sup>SM</sup> Due April 28, 2009 payable on the maturity date with Cisco Systems, Inc. common stock; Strategic Accelerated Redemption Securities<sup>SM</sup> Linked to the Dow Jones Industrial Average<sup>SM</sup> due July 7, 2010; Strategic Accelerated Redemption Securities<sup>SM</sup> Linked to the Dow Jones Industrial Average<sup>SM</sup> Due April 2, 2010; Strategic Accelerated Redemption Securities<sup>SM</sup> Linked to the Dow Jones EURO STOXX 50<sup>SM</sup> Index Due November 9, 2009; Accelerated Return Notes<sup>SM</sup> Linked to the Dow Jones Industrial Average<sup>SM</sup> Due February 5, 2009; Accelerated Return Notes<sup>SM</sup> Linked to the PHLX Semiconductor Sector<sup>SM</sup> Index Due January 21, 2009; Accelerated Return Notes<sup>SM</sup> Linked to the MSCI EAFE Index<sup>®</sup> Due December 4, 2008; STEP Income Securities<sup>SM</sup> 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 Notes<sup>SM</sup> Linked to the PHLX Gold & Silver Sector<sup>SM</sup> Index Due December 3, 2008; 9% Callable STock Return Income DEbt Securities<sup>SM</sup> Due March 1, 2010 Payable on the stated maturity date with Google Inc. common stock; Accelerated Return Notes<sup>SM</sup> Linked to the Russell 1000 Growth<sup>®</sup> Index Due December 4, 2008; Accelerated Return Notes<sup>SM</sup> Linked to the PHLX Gold and Silver Sector<sup>SM</sup> Index Due January 16, 2009; Bear Market Strategic Accelerated Redemption Securities<sup>SM</sup> Linked to the PHLX Housing Sector<sup>SM</sup> Index due November 3, 2009; Strategic Return Notes<sup>®</sup> Linked to the Merrill Lynch Factor Model<sup>SM</sup> due November 7, 2012; 11% Callable STock Return Income DEbt Securities<sup>SM</sup> Due February 8, 2010 payable on the stated maturity date with The Home Depot, Inc. common stock; Accelerated Return Notes<sup>SM</sup> 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<sup>®</sup> Linked to the Industrial 15 Index due August 9, 2010; Accelerated Return Notes<sup>SM</sup> Linked to the MSCI EAFE<sup>®</sup> Index Due August 27, 2009; Callable Market Index Target-Term Securities<sup>®</sup> due May 4, 2009 Linked to the S&P 500<sup>®</sup> Index; Strategic Return Notes<sup>®</sup> Linked to the Baby Boomer Consumption Index due September 6, 2011; Accelerated Return Notes<sup>SM</sup> Linked to the S&P MidCap 400<sup>®</sup> Index Due January 21, 2009; Accelerated Return Notes<sup>SM</sup> Linked to the MSCI EAFE Index<sup>®</sup> Due February 6, 2009; Strategic Return Notes<sup>®</sup> Linked to the Industrial 15 Index due February 2, 2012; 9% Callable STock Return Income DEbt Securities<sup>SM</sup> Due December 4, 2009 Payable on the stated maturity date with Exxon Mobil Corporation common stock; Capped Leveraged Index Return Notes<sup>®</sup> Linked to the MSCI Emerging Markets Index<sup>SM</sup> due January 29, 2010; Market Index Target-Term Securities<sup>®</sup> based upon the Dow Jones Industrial Average<sup>SM</sup> due August 7, 2009; S&P 500<sup>®</sup> Market Index Target-Term Securities<sup>®</sup> due September 4, 2009; Accelerated Return Notes<sup>SM</sup> Linked to the MSCI EAFE Index<sup>®</sup> due October 5, 2009; Dow Jones EURO STOXX 50<sup>SM</sup> Index Market Index Target-Term Securities<sup>®</sup> due June 28, 2010; Strategic Return Notes<sup>®</sup> Linked to the Value 30 Index due July 6, 2011; S&P 500<sup>®</sup> Market Index Target-Term Securities<sup>®</sup> due June 29, 2009; Nikkei 225 Market Index Target-Term Securities<sup>®</sup> due March 30, 2009; Nikkei 225 Market Index Target-Term Securities<sup>®</sup> due April 5, 2010; Strategic Return Notes<sup>®</sup> Linked to the Select Ten Index due March 8, 2012; Strategic Return Notes<sup>®</sup> Linked to the Value 30 Index due August 8, 2011; Accelerated Return Notes<sup>SM</sup> Linked to the MSCI EAFE<sup>®</sup> Index Due May 4, 2009; Strategic Return Notes<sup>®</sup> Linked to the Merrill Lynch Factor Model<sup>SM</sup> due December 6, 2012; 12% Callable STock Return Income DEbt Securities<sup>SM</sup> due March 26, 2010 payable on the stated maturity date with Monsanto Company common stock; STEP Income Securities<sup>SM</sup> Due August 17, 2009 linked to the common stock of Monsanto Company; Nikkei 225<sup>®</sup> Market Index Target-Term Securities<sup>®</sup> due June 5, 2009; 50/150 Nikkei 225<sup>®</sup> Index Notes due October 7, 2009; Accelerated Return Notes<sup>SM</sup> Linked to the S&P 500<sup>®</sup> Index Due April 6, 2009; Accelerated Return Notes<sup>SM</sup> Linked to the Nikkei 225<sup>®</sup> Index Due June 26, 2009; STEP Income Securities<sup>SM</sup> Due June 4, 2009 Linked to the common stock of Qualcomm Incorporated; Strategic Accelerated Redemption Securities<sup>SM</sup> Linked to the Russell 2000<sup>®</sup> Index Due April 2, 2010; Capped Leveraged Index Return Notes<sup>®</sup> Linked to the Russell 2000<sup>®</sup> Index due January 20, 2010; Capped Leveraged Index Return Notes<sup>®</sup> Linked to the Russell 2000<sup>®</sup> Index Due October 30, 2009; Market Index Target-Term Securities<sup>®</sup> based upon the Russell 2000<sup>®</sup> Index due March 30, 2009; Strategic Return Notes<sup>®</sup> Linked to the Select Ten Index due May 10, 2012; Strategic Return Notes<sup>®</sup> Linked to the Select Ten Index due November 8, 2011; Accelerated Return Notes<sup>SM</sup> Linked to the S&P 100<sup>®</sup> Index Due January 21, 2009; Accelerated Return Bear Market Notes Linked to the Russell 2000<sup>®</sup> Index Due February 5, 2009; Accelerated Return Notes<sup>SM</sup> Linked to the S&P 500<sup>®</sup> Index due August 27, 2009; Strategic Accelerated Redemption Securities<sup>SM</sup> Linked to the S&P 500<sup>®</sup> Index due March 8, 2010; Strategic Accelerated Redemption Securities<sup>SM</sup> Linked to the S&P 500<sup>®</sup> Index due November 30, 2009; Accelerated Return Notes<sup>SM</sup> Linked to the S&P 500<sup>®</sup> Index due December 4, 2008; Strategic Return Notes<sup>®</sup> Linked to the Industrial 15 Index due August 3, 2009; Strategic Accelerated Redemption Securities<sup>SM</sup> Linked to the S&P 500<sup>®</sup> Index Due May 4, 2010; 9% Callable STock Return Income DEbt Securities<sup>SM</sup> Due September 24, 2009 Payable on the stated maturity date with Caterpillar Inc. common stock; Strategic Accelerated Redemption Securities<sup>SM</sup> Linked to the S&P 500<sup>®</sup> Index Due August 3, 2010; Strategic Accelerated Redemption Securities<sup>SM</sup> Linked to the S&P 500<sup>®</sup> Index Due June 25, 2010; Strategic Return Notes<sup>®</sup> Linked to the Select 10 Index due July 5, 2012; Strategic Return Notes<sup>®</sup> Linked to the Select Utility Index due February 25, 2009; Strategic Return Notes<sup>®</sup> Linked to the Select Utility Index due September 28, 2009; Accelerated Return Notes<sup>SM</sup> Linked to the PHLX Gold and Silver Sector<sup>SM</sup> Index Due June 2, 2009 (together, the "Notes")

Securities to be registered pursuant to Section 12(g) of the Act:

(None)

Item 1. Description of Registrant's Securities to be Registered.

The descriptions of the terms and provisions of the each of the Notes issued by Merrill Lynch & Co., Inc., set forth in the indicated documents (the "Indicated Documents"), are hereby incorporated by reference.

| <u>Title of each class to be so registered</u>  | <u>Indicated Documents</u>  |
|---|---|
| Accelerated Return Notes Linked to the S&P 500 <sup>®</sup> Index Due November 26, 2008   | Term Sheet, dated August 29, 2007, Product Supplement ARN-1, dated June 6, 2007, Index Supplement I-1, dated June 6, 2007, and MTN Prospectus Supplement, General Prospectus Supplement and Prospectus, each dated March 31, 2006   |
| 12% Callable Stock Return Income Debt Securities <sup>SM</sup> Due September 4, 2009 Payable on the stated maturity date with Apple Inc. common stock   | Term Sheet, dated August 27, 2007, Product Supplement STRIDES-1, dated August 20, 2007, and MTN Prospectus Supplement, General Prospectus Supplement and Prospectus, each dated March 31, 2006                                      |
| STEP Income Securities <sup>SM</sup> Due June 25, 2009 linked to the common stock of Apple Inc.   | Supplement, dated June 20, 2008, Term Sheet, dated June 11, 2008, Product Supplement STEPS-1, dated April 29, 2008, and MTN Prospectus Supplement, General Prospectus Supplement and Prospectus, each dated March 31, 2006          |
| Bear Market Strategic Accelerated Redemption Securities <sup>SM</sup><br>Linked to the S&P Small Cap Regional Banks Index<br>Due February 2, 2010       | Term Sheet, dated July 30, 2008, Product Supplement STR-2, dated November 6, 2007, and MTN Prospectus Supplement, General Prospectus Supplement and Prospectus, each dated March 31, 2006   |
| Accelerated Return Bear Market Notes<br>Linked to the Russell 3000 <sup>®</sup> Index due October 2, 2009   | Term Sheet, dated July 30, 2008, Product Supplement ARNB-4, dated January 31, 2008, and MTN Prospectus Supplement, General Prospectus Supplement and Prospectus, each dated March 31, 2006  |
| Bear Market Strategic Accelerated Redemption Securities <sup>SM</sup><br>Linked to the Consumer Discretionary Select Sector Index Due December 28, 2009 | Term Sheet, dated June 10, 2008, Product Supplement STR-2, dated November 6, 2007, Index Supplement I-1, dated June 6, 2007, and MTN Prospectus Supplement, General Prospectus Supplement and Prospectus, each dated March 31, 2006 |

| Title of each class to be so registered   | Indicated Documents  |
|---|--|
| Accelerated Return Bear Market Notes<br>Linked to the Russell 3000® Index Due January 21, 2009  | Term Sheet, dated November 1, 2007, Product Supplement ARNB-2, dated September 26, 2007, and MTN Prospectus Supplement, General Prospectus Supplement and Prospectus, each dated March 31, 2006                                    |
| 9% Callable STock Return Income DEbt Securities <sup>SM</sup><br>due March 5, 2009 Payable on the maturity date with Best Buy Co., Inc. common stock            | Pricing Supplement, dated February 28, 2007, and MTN Prospectus Supplement, General Prospectus Supplement and Prospectus, each dated March 31, 2006  |
| Capped Leveraged Index Return Notes®<br>Linked to the MSCI Brazil Index <sup>SM</sup> due January 20, 2010  | Term Sheet, dated June 26, 2008, Product Supplement LIRN-4, dated March 27, 2008, Index Supplement I-1, dated June 6, 2007, and MTN Prospectus Supplement, General Prospectus Supplement and Prospectus, each dated March 31, 2006 |
| Accelerated Return Notes <sup>SM</sup> Linked to the MSCI Brazil Index <sup>SM</sup> Due May 5, 2009  | Term Sheet, dated February 28, 2008, Product Supplement ARN-4, dated November 27, 2007, and MTN Prospectus Supplement, General Prospectus Supplement and Prospectus, each dated March 31, 2006                                     |
| 8% Monthly Income Strategic Return Notes® Linked to the CBOE DJIA BuyWrite Index due November 9, 2010   | Pricing Supplement, dated November 2, 2005, and Prospectus Supplement and Prospectus, each dated February 25, 2005   |
| 8% Monthly Income Strategic Return Notes® Linked to the CBOE S&P 500 BuyWrite Index due June 7, 2010  | Pricing Supplement, dated June 1, 2005, and Prospectus Supplement and Prospectus, each dated February 25, 2005   |
| 10% Callable STock Return Income DEbt Securities <sup>SM</sup><br>Due March 6, 2009 Payable on the stated maturity date with<br>The Boeing Company common stock | Term Sheet, dated February 28, 2008, Product Supplement STRIDES-2, dated November 9, 2007, and MTN Prospectus Supplement, General Prospectus Supplement and Prospectus, each dated March 31, 2006                                  |
| 8% Monthly Income Strategic Return Notes® Linked to the CBOE S&P 500 BuyWrite Index due January 3, 2011   | Pricing Supplement, dated December 28, 2005, and Prospectus Supplement and Prospectus, each dated February 25, 2005  |
| 11% Callable STock Return Income DEbt Securities <sup>SM</sup><br>Due April 28, 2009 payable on the maturity date with<br>Cisco Systems, Inc. common stock      | Term Sheet, dated April 21, 2008, Product Supplement STRIDES-2, dated November 9, 2007, and MTN Prospectus Supplement, General Prospectus Supplement and Prospectus, each dated March 31, 2006                                     |

| Title of each class to be so registered  | Indicated Documents   |
|--|---|
| Strategic Accelerated Redemption Securities <sup>SM</sup><br>Linked to the Dow Jones Industrial Average <sup>SM</sup> due July 7, 2010         | Term Sheet, dated June 25, 2008, Product Supplement STR-2, dated November 6, 2007, Index Supplement I-1, dated June 6, 2007, and MTN Prospectus Supplement, General Prospectus Supplement and Prospectus, each dated March 31, 2006       |
| Strategic Accelerated Redemption Securities <sup>SM</sup> Linked to the Dow Jones Industrial Average <sup>SM</sup> Due April 2, 2010           | Term Sheet, dated March 26, 2008, Product Supplement STR-2, dated November 6, 2007, Index Supplement I-1, dated June 6, 2007, and MTN Prospectus Supplement, General Prospectus Supplement and Prospectus, each dated March 31, 2006      |
| Strategic Accelerated Redemption Securities <sup>SM</sup><br>Linked to the Dow Jones EURO STOXX 50 <sup>SM</sup> Index<br>Due November 9, 2009 | Term Sheet, dated November 1, 2007, Product Supplement STR-1, dated September 28, 2007, Index Supplement I-1, dated June 6, 2007, and MTN Prospectus Supplement, General Prospectus Supplement and Prospectus, each dated March 31, 2006  |
| Accelerated Return Notes <sup>SM</sup><br>Linked to the Dow Jones Industrial Average <sup>SM</sup><br>Due February 5, 2009                     | Term Sheet, dated November 28, 2007, Product Supplement ARN-3, dated September 28, 2007, Index Supplement I-1, dated June 6, 2007, and MTN Prospectus Supplement, General Prospectus Supplement and Prospectus, each dated March 31, 2006 |
| Accelerated Return Notes <sup>SM</sup><br>Linked to the PHLX Semiconductor Sector <sup>SM</sup> Index<br>Due January 21, 2009                  | Term Sheet, dated November 1, 2007, Product Supplement ARN-3, dated September 28, 2007, and MTN Prospectus Supplement, General Prospectus Supplement and Prospectus, each dated March 31, 2006  |
| Accelerated Return Notes <sup>SM</sup><br>Linked to the MSCI EAFE Index <sup>®</sup> Due December 4, 2008                                      | Term Sheet, dated September 27, 2007, Product Supplement ARN-1, dated June 6, 2007, Index Supplement I-1, dated June 6, 2007, and MTN Prospectus Supplement, General Prospectus Supplement and Prospectus, each dated March 31, 2006      |
| STEP Income Securities <sup>SM</sup><br>Due July 14, 2009 Linked to the common stock of<br>Freeport-McMoRan Copper & Gold Inc.                 | Term Sheet, dated June 26, 2008, Product Supplement STEPS-1, dated April 29, 2008, and MTN Prospectus Supplement, General Prospectus Supplement and Prospectus, each dated March 31, 2006   |

| Title of each class to be so registered  | Indicated Documents  |
|--|--|
| 100% Principal Protected Global Currency Basket Notes due February 9, 2009   | Pricing Supplement, dated August 2, 2007, and MTN Prospectus Supplement, General Prospectus Supplement and Prospectus, each dated March 31, 2006   |
| Accelerated Return Notes <sup>SM</sup><br>Linked to the PHLX Gold & Silver Sector <sup>SM</sup> Index<br>Due December 3, 2008  | Term Sheet, dated September 26, 2007, Product Supplement ARN-1, dated June 6, 2007, Index Supplement I-1, dated June 6, 2007, and MTN Prospectus Supplement, General Prospectus Supplement and Prospectus, each dated March 31, 2006     |
| 9% Callable STock Return Income DEbt Securities <sup>SM</sup><br>Due March 1, 2010 Payable on the stated maturity date with<br>Google Inc. common stock              | Term Sheet, dated February 20, 2008, Product Supplement STRIDES-2, dated November 9, 2007, and MTN Prospectus Supplement, General Prospectus Supplement and Prospectus, each dated March 31, 2006  |
| Accelerated Return Notes <sup>SM</sup> Linked to the Russell 1000 Growth <sup>®</sup> Index Due December 4, 2008   | Term Sheet, dated September 27, 2007, Product Supplement ARN-1, dated June 6, 2007, and MTN Prospectus Supplement, General Prospectus Supplement and Prospectus, each dated March 31, 2006   |
| Accelerated Return Notes <sup>SM</sup> Linked to the PHLX Gold and Silver Sector <sup>SM</sup> Index Due January 16, 2009  | Term Sheet, dated October 30, 2007, Product Supplement ARN-2, dated September 25, 2007, Index Supplement I-1, dated June 6, 2007, and MTN Prospectus Supplement, General Prospectus Supplement and Prospectus, each dated March 31, 2006 |
| Bear Market Strategic Accelerated Redemption Securities <sup>SM</sup> Linked to the PHLX Housing Sector <sup>SM</sup> Index due November 3, 2009                     | Term Sheet, dated May 1, 2008, Product Supplement STR-2, dated November 6, 2007, Index Supplement I-1, dated June 6, 2007, and MTN Prospectus Supplement, General Prospectus Supplement and Prospectus, each dated March 31, 2006        |
| Strategic Return Notes <sup>®</sup> Linked to the Merrill Lynch Factor Mode <sup>SM</sup> due November 7, 2012   | Pricing Supplement, dated October 31, 2007, and MTN Prospectus Supplement, General Prospectus Supplement and Prospectus, each dated March 31, 2006   |
| 11% Callable STock Return Income DEbt Securities <sup>SM</sup><br>Due February 8, 2010 payable on the stated maturity date with The Home Depot, Inc.<br>common stock | Term Sheet, dated January 31, 2008, Product Supplement STRIDES-2, dated November 9, 2007, and MTN Prospectus Supplement, General Prospectus Supplement and Prospectus, each dated March 31, 2006   |

| Title of each class to be so registered  | Indicated Documents  |
|--|--|
| Accelerated Return Notes <sup>SM</sup> Linked to the Health Care Select Sector Index due June 2, 2009              | Term Sheet, dated March 26, 2008, Product Supplement ARN-4, dated November 27, 2007, Index Supplement I-1, dated June 6, 2007, and MTN Prospectus Supplement, General Prospectus Supplement and Prospectus, each dated March 31, 2006    |
| Accelerated Return Bear Market Notes Linked to the Energy Select Sector Index due June 29, 2009                    | Term Sheet, dated May 1, 2008, Product Supplement ARNB-4, dated January 31, 2008, Index Supplement I-1, dated June 6, 2007, and MTN Prospectus Supplement, General Prospectus Supplement and Prospectus, each dated March 31, 2006       |
| Accelerated Return Bear Market Notes Linked to the Energy Select Sector Index due May 5, 2009                      | Term Sheet, dated February 27, 2008, Product Supplement ARNB-4, dated January 31, 2008, Index Supplement I-1, dated June 6, 2007, and MTN Prospectus Supplement, General Prospectus Supplement and Prospectus, each dated March 31, 2006 |
| Strategic Return Notes <sup>®</sup> Linked to the Industrial 15 Index due August 9, 2010                           | Pricing Supplement, dated August 2, 2005, and Prospectus Supplement and Prospectus, each dated February 25, 2005   |
| Accelerated Return Notes <sup>SM</sup> Linked to the MSCI EAFE <sup>®</sup> Index Due August 27, 2009              | Term Sheet, dated June 11, 2008, Product Supplement ARN-4, dated November 27, 2007, Index Supplement I-1, dated June 6, 2007, and MTN Prospectus Supplement, General Prospectus Supplement and Prospectus, each dated March 31, 2006     |
| Callable Market Index Target-Term Securities <sup>®</sup> due May 4, 2009 Linked to the S&P 500 <sup>®</sup> Index | Prospectus Supplement, dated April 30, 2002, and Prospectus, dated April 1, 2002   |
| Strategic Return Notes <sup>®</sup> Linked to the Baby Boomer Consumption Index due September 6, 2011              | Pricing Supplement, dated August 30, 2006, and MTN Prospectus Supplement, General Prospectus Supplement and Prospectus, each dated March 31, 2006  |
| Accelerated Return Notes <sup>SM</sup> Linked to the S&P MidCap 400 <sup>®</sup> Index Due January 21, 2009        | Term Sheet, dated November 1, 2007, Product Supplement ARN-3, dated September 28, 2007, Index Supplement I-1, dated June 6, 2007, and MTN Prospectus Supplement, General Prospectus Supplement and Prospectus, each dated March 31, 2006 |

| Title of each class to be so registered   | Indicated Documents   |
|---|---|
| Accelerated Return Notes <sup>SM</sup> Linked to the MSCI EAFE Index <sup>®</sup> Due February 6, 2009  | Term Sheet, dated November 29, 2007, Product Supplement ARN-3, dated September 28, 2007, Index Supplement I-1, dated June 6, 2007, and MTN Prospectus Supplement, General Prospectus Supplement and Prospectus, each dated March 31, 2006 |
| Strategic Return Notes <sup>®</sup> Linked to the Industrial 15 Index due February 2, 2012  | Pricing Supplement, dated January 31, 2007, and MTN Prospectus Supplement, General Prospectus Supplement and Prospectus, each dated March 31, 2006  |
| 9% Callable Stock Return Income Debt Securities <sup>SM</sup><br>Due December 4, 2009 Payable on the stated maturity date with Exxon Mobil Corporation common stock | Term Sheet, dated November 27, 2007, Product Supplement STRIDES-2, dated November 9, 2007, and MTN Prospectus Supplement, General Prospectus Supplement and Prospectus, each dated March 31, 2006   |
| Capped Leveraged Index Return Notes <sup>®</sup> Linked to the MSCI Emerging Markets Index <sup>SM</sup> due January 29, 2010                                       | Term Sheet, dated July 31, 2008, Product Supplement LIRN-4, dated March 27, 2008, Index Supplement I-1, dated June 6, 2007, and MTN Prospectus Supplement, General Prospectus Supplement and Prospectus, each dated March 31, 2006        |
| Market Index Target-Term Securities <sup>®</sup> based upon the Dow Jones Industrial Average <sup>SM</sup> due August 7, 2009                                       | Prospectus Supplement, dated August 1, 2002, and Prospectus, dated April 1, 2002  |
| S&P 500 <sup>®</sup> Market Index Target-Term Securities <sup>®</sup><br>due September 4, 2009  | Prospectus Supplement, dated August 29, 2002, and Prospectus, dated April 1, 2002   |
| Accelerated Return Notes <sup>SM</sup> Linked to the MSCI EAFE Index <sup>®</sup> due October 5, 2009   | Term Sheet, dated August 5, 2008, Product Supplement ARN-4, dated November 27, 2007, Index Supplement I-1, dated June 6, 2007, and MTN Prospectus Supplement, General Prospectus Supplement and Prospectus, each dated March 31, 2006     |
| Dow Jones EURO STOXX 50 <sup>SM</sup> Index<br>Market Index Target-Term Securities <sup>®</sup> due June 28, 2010   | Pricing Supplement, dated December 21, 2006, and MTN Prospectus Supplement, General Prospectus Supplement and Prospectus, each dated March 31, 2006   |
| Strategic Return Notes <sup>®</sup> Linked to the Value 30 Index due July 6, 2011   | Pricing Supplement, dated June 29, 2006, and MTN Prospectus Supplement, General Prospectus Supplement and Prospectus, each dated March 31, 2006   |



| Title of each class to be so registered  | Indicated Documents  |
|--|--|
| S&P 500 <sup>®</sup> Market Index Target-Term Securities <sup>®</sup> due June 29, 2009  | Prospectus Supplement, dated June 25, 2002, and Prospectus, dated April 1, 2002  |
| Nikkei 225 Market Index Target-Term Securities <sup>®</sup> due March 30, 2009   | Prospectus Supplement, dated March 25, 2002, and Prospectus, dated January 24, 2001  |
| Nikkei 225 Market Index Target-Term Securities <sup>®</sup> due April 5, 2010  | Pricing Supplement, dated September 28, 2006, and MTN Prospectus Supplement, General Prospectus Supplement and Prospectus, each dated March 31, 2006   |
| Strategic Return Notes <sup>®</sup> Linked to the Select Ten Index due March 8, 2012   | Pricing Supplement, dated March 1, 2007, and MTN Prospectus Supplement, General Prospectus Supplement and Prospectus, each dated March 31, 2006  |
| Strategic Return Notes <sup>®</sup> Linked to the Value 30 Index due August 8, 2011  | Pricing Supplement, dated August 1, 2006, and MTN Prospectus Supplement, General Prospectus Supplement and Prospectus, each dated March 31, 2006   |
| Accelerated Return Notes <sup>SM</sup> Linked to the MSCI EAFE <sup>®</sup> Index Due May 4, 2009  | Term Sheet, dated February 26, 2008, Product Supplement ARN-4, dated November 27, 2007, Index Supplement I-1, dated June 6, 2007, and MTN Prospectus Supplement, General Prospectus Supplement and Prospectus, each dated March 31, 2006 |
| Strategic Return Notes <sup>®</sup> Linked to the Merrill Lynch Factor Mode <sup>FM</sup> due December 6, 2012   | Pricing Supplement, dated November 29, 2007, and MTN Prospectus Supplement, General Prospectus Supplement and Prospectus, each dated March 31, 2006  |
| 12% Callable STock Return Income DEbt Securities <sup>SM</sup> due March 26, 2010 payable on the stated maturity date with Monsanto Company common stock | Term Sheet, dated March 18, 2008, Product Supplement STRIDES-2, dated November 9, 2007, and MTN Prospectus Supplement, General Prospectus Supplement and Prospectus, each dated March 31, 2006   |
| STEP Income Securities <sup>SM</sup> Due August 17, 2009 linked to the common stock of Monsanto Company  | Term Sheet, dated July 31, 2008, Product Supplement STEPS-1, dated April 29, 2008, and MTN Prospectus Supplement, General Prospectus Supplement and Prospectus, each dated March 31, 2006  |
| Nikkei 225 <sup>®</sup> Market Index Target-Term Securities <sup>®</sup> due June 5, 2009  | Pricing Supplement, dated December 1, 2005, and Prospectus Supplement and Prospectus, each dated February 25, 2005   |

| Title of each class to be so registered   | Indicated Documents   |
|---|---|
| 50/150 Nikkei 225 <sup>®</sup> Index Notes due October 7, 2009  | Pricing Supplement, dated March 2, 2006, and Prospectus Supplement and Prospectus, each dated February 25, 2005   |
| Accelerated Return Notes <sup>SM</sup> Linked to the S&P 500 <sup>®</sup> Index<br>Due April 6, 2009                          | Term Sheet, dated January 30, 2008, Product Supplement ARN-4, dated November 27, 2007, Index Supplement I-1, dated June 6, 2007, and MTN Prospectus Supplement, General Prospectus Supplement and Prospectus, each dated March 31, 2006 |
| Accelerated Return Notes <sup>SM</sup> Linked to the Nikkei 225 <sup>®</sup> Index<br>Due June 26, 2009                       | Term Sheet, dated May 1, 2008, Product Supplement ARN-4, dated November 27, 2007, Index Supplement I-1, dated June 6, 2007, and MTN Prospectus Supplement, General Prospectus Supplement and Prospectus, each dated March 31, 2006      |
| STEP Income Securities <sup>SM</sup> Due June 4, 2009<br>Linked to the common stock of Qualcomm Incorporated                  | Term Sheet, dated May 20, 2008, Product Supplement STEPS-1, dated April 29, 2008, and MTN Prospectus Supplement, General Prospectus Supplement and Prospectus, each dated March 31, 2006  |
| SStrategic Accelerated Redemption Securities <sup>SM</sup><br>Linked to the Russell 2000 <sup>®</sup> Index Due April 2, 2010 | Term Sheet, dated March 26, 2008, Product Supplement STR-2, dated November 6, 2007, Index Supplement I-1, dated June 6, 2007, and MTN Prospectus Supplement, General Prospectus Supplement and Prospectus, each dated March 31, 2006    |
| Capped Leveraged Index Return Notes <sup>®</sup><br>Linked to the Russell 2000 <sup>®</sup> Index due January 20, 2010        | Term Sheet, dated June 25, 2008, Product Supplement LIRN-4, dated March 27, 2008, Index Supplement I-1, dated June 6, 2007, and MTN Prospectus Supplement, General Prospectus Supplement and Prospectus, each dated March 31, 2006      |
| Capped Leveraged Index Return Notes <sup>®</sup><br>Linked to the Russell 2000 <sup>®</sup> Index Due October 30, 2009        | Term Sheet, dated May 1, 2008, Product Supplement LIRN-4, dated March 27, 2008, Index Supplement I-1, dated June 6, 2007, and MTN Prospectus Supplement, General Prospectus Supplement and Prospectus, each dated March 31, 2006        |
| Market Index Target-Term Securities <sup>®</sup> based upon the Russell 2000 <sup>®</sup> Index due<br>March 30, 2009         | Prospectus Supplement, dated March 25, 2002, and Prospectus, dated January 24, 2001   |

| Title of each class to be so registered  | Indicated Documents  |
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| Strategic Return Notes <sup>®</sup> Linked to the Select Ten Index due May 10, 2012                                      | Pricing Supplement, dated May 3, 2007, and MTN Prospectus Supplement, General Prospectus Supplement and Prospectus, each dated March 31, 2006  |
| Strategic Return Notes <sup>®</sup> Linked to the Select Ten Index due November 8, 2011                                  | Pricing Supplement, dated November 1, 2006, and MTN Prospectus Supplement, General Prospectus Supplement and Prospectus, each dated March 31, 2006   |
| Accelerated Return Notes <sup>SM</sup> Linked to the S&P 100 <sup>®</sup> Index Due January 21, 2009                     | Term Sheet, dated November 1, 2007, Product Supplement ARN-2, dated September 25, 2007, and MTN Prospectus Supplement, General Prospectus Supplement and Prospectus, each dated March 31, 2006   |
| Accelerated Return Bear Market Notes Linked to the Russell 2000 <sup>®</sup> Index Due February 5, 2009                  | Term Sheet, dated November 28, 2007, Product Supplement ARNB-3, dated October 25, 2007, Index Supplement I-1, dated June 6, 2007, and MTN Prospectus Supplement, General Prospectus Supplement and Prospectus, each dated March 31, 2006 |
| Accelerated Return Notes <sup>SM</sup> Linked to the S&P 500 <sup>®</sup> Index due August 27, 2009                      | Term Sheet, dated June 10, 2008, Product Supplement ARN-4, dated November 27, 2007, Index Supplement I-1, dated June 6, 2007, and MTN Prospectus Supplement, General Prospectus Supplement and Prospectus, each dated March 31, 2006     |
| Strategic Accelerated Redemption Securities <sup>SM</sup> Linked to the S&P 500 <sup>®</sup> Index due March 8, 2010     | Term Sheet, dated February 27, 2008, Product Supplement STR-2, dated November 6, 2007, Index Supplement I-1, dated June 6, 2007, and MTN Prospectus Supplement, General Prospectus Supplement and Prospectus, each dated March 31, 2006  |
| Strategic Accelerated Redemption Securities <sup>SM</sup> Linked to the S&P 500 <sup>®</sup> Index due November 30, 2009 | Term Sheet, dated November 20, 2007, Product Supplement STR-2, dated November 6, 2007, Index Supplement I-1, dated June 6, 2007, and MTN Prospectus Supplement, General Prospectus Supplement and Prospectus, each dated March 31, 2006  |

| Title of each class to be so registered   | Indicated Documents  |
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| Accelerated Return Notes <sup>SM</sup> Linked to the S&P 500 <sup>®</sup> Index due December 4, 2008  | Term Sheet, dated September 27, 2007, Product Supplement ARN-1, dated June 6, 2007, Index Supplement I-1, dated June 6, 2007, and MTN Prospectus Supplement, General Prospectus Supplement and Prospectus, each dated March 31, 2006 |
| Strategic Return Notes <sup>®</sup> Linked to the Industrial 15 Index due August 3, 2009  | Prospectus Supplement, dated July 29, 2004, and Prospectus, dated November 26, 2003  |
| Strategic Accelerated Redemption Securities <sup>SM</sup> Linked to the S&P 500 <sup>®</sup> Index Due May 4, 2010  | Term Sheet, dated May 1, 2008, Product Supplement STR-2, dated November 6, 2007, Index Supplement I-1, dated June 6, 2007, and MTN Prospectus Supplement, General Prospectus Supplement and Prospectus, each dated March 31, 2006    |
| 9% Callable STock Return Income DEbt Securities <sup>SM</sup> Due September 24, 2009 Payable on the stated maturity date with Caterpillar Inc. common stock | Term Sheet, dated September 17, 2007, Product Supplement STRIDES-1, dated August 20, 2007, MTN Prospectus Supplement, General Prospectus Supplement and Prospectus, each dated March 31, 2006  |
| Strategic Accelerated Redemption Securities <sup>SM</sup> Linked to the S&P 500 <sup>®</sup> Index Due August 3, 2010                                       | Term Sheet, dated July 30, 2008, Product Supplement STR-2, dated November 6, 2007, Index Supplement I-1, dated June 6, 2007, and MTN Prospectus Supplement, General Prospectus Supplement and Prospectus, each dated March 31, 2006  |
| Strategic Accelerated Redemption Securities <sup>SM</sup> Linked to the S&P 500 <sup>®</sup> Index Due June 25, 2010  | Term Sheet, dated June 10, 2008, Product Supplement STR-2, dated November 6, 2007, Index Supplement I-1, dated June 6, 2007, and MTN Prospectus Supplement, General Prospectus Supplement and Prospectus, each dated March 31, 2006  |
| Strategic Return Notes <sup>®</sup> Linked to the Select 10 Index due July 5, 2012  | Pricing Supplement, dated June 28, 2007, and MTN Prospectus Supplement, General Prospectus Supplement and Prospectus, each dated March 31, 2006  |
| Strategic Return Notes <sup>®</sup> Linked to the Select Utility Index due February 25, 2009  | Prospectus Supplement, dated February 18, 2004, and Prospectus, dated November 26, 2003  |
| Strategic Return Notes <sup>®</sup> Linked to the Select Utility Index due September 28, 2009   | Prospectus Supplement, dated September 22, 2004, and Prospectus, dated November 26, 2003   |

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**Title of each class to be so registered**

Accelerated Return Notes<sup>SM</sup> Linked to the PHLX Gold and Silver Sector<sup>SM</sup> Index Due  
June 2, 2009

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**Indicated Documents**

Term Sheet, dated March 26, 2008, Product Supplement ARN-4, dated  
November 27, 2007, Index Supplement I-1, dated June 6, 2007, and MTN  
Prospectus Supplement, General Prospectus Supplement and Prospectus, each dated  
March 31, 2006

Item 2.

Exhibits.

- 99.1 Senior Indenture between Merrill Lynch & Co., Inc. and The Bank of New York Mellon, as successor trustee, dated as of April 1, 1983, as amended and restated (the "1983 Senior Indenture"), incorporated by reference from Exhibit (3) to Registrant's Registration Statement on Form 8-A dated July 20, 1992.
- 99.2 Supplemental Indenture to the 1983 Senior Indenture, dated as of March 15, 1990, between Merrill Lynch & Co., Inc. and The Bank of New York Mellon, as successor trustee, incorporated by reference from Exhibit (3) to Registrant's Registration Statement on Form 8-A dated July 20, 1992.
- 99.3 Sixth Supplemental Indenture to the 1983 Senior Indenture, dated as of October 25, 1993, between Merrill Lynch & Co., Inc. and The Bank of New York Mellon, as successor trustee, incorporated by reference from Exhibit 4(b)(ii) to Registrant's Registration Statement on Form S-3 (Registration No. 33-61559) dated August 4, 1995.
- 99.4 Twelfth Supplemental Indenture to the 1983 Senior Indenture, dated as of September 1, 1998, between Merrill Lynch & Co., Inc. and The Bank of New York Mellon, as successor trustee, incorporated by reference from Exhibit 4(b)(viii) to Registrant's Registration Statement on Form S-3 (Registration No. 333-132911) dated March 31, 2006.
- 99.5 Fifteenth Supplemental Indenture to the 1983 Senior Indenture, dated as of October 14, 2003, between Merrill Lynch & Co., Inc. and The Bank of New York Mellon, as successor trustee, incorporated by reference from Exhibit 4(b)(ix) to Registrant's Registration Statement on Form S-3 (Registration No. 333-109802) dated October 17, 2003.
- 99.6 Eighteenth Supplemental Indenture to the 1983 Senior Indenture, dated as of October 21, 2004, between Merrill Lynch & Co., Inc. and The Bank of New York Mellon, as successor trustee, incorporated by reference from Exhibit 4(b)(xiv) to Registrant's Registration Statement on Form S-3 (Registration No. 333-122639) dated February 8, 2005.
- 99.7 Nineteenth Supplemental Indenture to the 1983 Senior Indenture, dated as of September 17, 2007, between Merrill Lynch & Co., Inc. and The Bank of New York Mellon, as successor trustee, incorporated by reference from Exhibit 4.5 to Registrant's Form 10-K for the fiscal year ended December 28, 2007.
- 99.8 MTN Prospectus Supplement, General Prospectus Supplement and Prospectus, each dated March 31, 2006, incorporated by reference from Registrant's Registration Statement on Form S-3 (Registration No. 333-132911) dated March 31, 2006 and Registrant's filings pursuant to Rule 424(b) on April 3, 2006.

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- 99.9 Prospectus, dated February 25, 2005, incorporated by reference from Registrant's Registration Statement on Form S-3 (Registration No. 333-122639) dated February 8, 2005 and Registrant's filing pursuant to Rule 424(b) on February 28, 2005.
- 99.10 Prospectus, dated November 26, 2003, incorporated by reference from Registrant's Registration Statement on Form S-3 (Registration No. 333-109802) dated October 17, 2003 and Registrant's filing pursuant to Rule 424(b) on December 3, 2003.
- 99.11 Prospectus, dated April 1, 2002, incorporated by reference from Registrant's Registration Statement on Form S-3 (Registration No. 333-83374) dated February 25, 2002 and Registrant's filing pursuant to Rule 424(b) on April 3, 2002
- 99.12 Prospectus, dated January 24, 2001, incorporated by reference from Registrant's Registration Statement on Form S-3 (Registration No. 333-52822) dated December 27, 2000 and Registrant's filing pursuant to Rule 424(b) on January 25, 2001.
- 99.13 Index Supplement I-1, dated June 6, 2007, incorporated by reference from Registrant's filing pursuant to Rule 424(b) on June 6, 2007.
- 99.14 Product Supplement ARN-1, dated June 6, 2007, incorporated by reference from Registrant's filing pursuant to Rule 424(b) on June 6, 2007.
- 99.15 Product Supplement ARN-2, dated September 25, 2007, incorporated by reference from Registrant's filing pursuant to Rule 424(b) on September 25, 2007.
- 99.16 Product Supplement ARN-3, dated September 28, 2007, incorporated by reference from Registrant's filing pursuant to Rule 424(b) on September 28, 2007.
- 99.17 Product Supplement ARN-4, dated November 27, 2007, incorporated by reference from Registrant's filing pursuant to Rule 424(b) on November 27, 2007.
- 99.18 Product Supplement ARNB-2, dated September 26, 2007, incorporated by reference from Registrant's filing pursuant to Rule 424(b) on September 26, 2007.
- 99.19 Product Supplement ARNB-3, dated October 25, 2007, incorporated by reference from Registrant's filing pursuant to Rule 424(b) on October 25, 2007.
- 99.20 Product Supplement ARNB-4, dated January 31, 2008, incorporated by reference from Registrant's filing pursuant to Rule 424(b) on January 31, 2008.
- 99.21 Product Supplement LIRN-4, dated March 27, 2008, incorporated by reference from Registrant's filing pursuant to Rule 424(b) on March 27, 2008.
- 99.22 Product Supplement STRIDES-1, dated August 20, 2007, incorporated by reference from Registrant's filing pursuant to Rule 424(b) on August 20, 2007.

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- 99.23 Product Supplement STRIDES-2, dated November 9, 2007, incorporated by reference from Registrant's filing pursuant to Rule 424(b) on November 9, 2007.
- 99.24 Product Supplement STEPS-1, dated April 29, 2008, incorporated by reference from Registrant's filing pursuant to Rule 424(b) on April 29, 2008.
- 99.25 Product Supplement STR-1, dated September 28, 2007, incorporated by reference from Registrant's filing pursuant to Rule 424(b) on September 28, 2007.
- 99.26 Product Supplement STR-2, dated November 6, 2007, incorporated by reference from Registrant's filing pursuant to Rule 424(b) on November 6, 2007.
- 99.27 Term Sheet, dated August 29, 2007, relating to the Accelerated Return Notes<sup>SM</sup> Linked to the S&P 500<sup>®</sup> Index due November 26, 2008, incorporated by reference to the Registrant's filing pursuant to Rule 424(b) on September 6, 2007.
- 99.28 Form of Note relating to the Accelerated Return Notes<sup>SM</sup> Linked to the S&P 500<sup>®</sup> Index due November 26, 2008, incorporated by reference to the Registrant's Registration Statement on Form 8-A, dated August 29, 2007, filed on August 30, 2007.
- 99.29 Term Sheet, dated August 27, 2007, relating to the 12% Callable S**T**ock Return Income DE**b**t Securities<sup>SM</sup> due September 4, 2009 payable on the maturity date with Apple Inc. common stock, incorporated by reference to the Registrant's filing pursuant to Rule 424(b) on September 4, 2007.
- 99.30 Form of Note relating to the 12% Callable S**T**ock Return Income DE**b**t Securities<sup>SM</sup> due September 4, 2009 payable on the maturity date with Apple Inc. common stock, incorporated by reference to the Registrant's Registration Statement on Form 8-A, dated August 27, 2007, filed on August 28, 2007.
- 99.31 Supplement, dated June 20, 2008, relating to the STEP Income Securities<sup>SM</sup> Due June 25, 2009 Linked to the common stock of Apple Inc., incorporated by reference to the Registrant's filing pursuant to Rule 424(b) on June 20, 2008.
- 99.32 Term Sheet, dated June 11, 2008, relating to the STEP Income Securities<sup>SM</sup> Due June 25, 2009 Linked to the common stock of Apple Inc., incorporated by reference to the Registrant's filing pursuant to Rule 424(b) on June 18, 2008.
- 99.33 Form of Note relating to the STEP Income Securities<sup>SM</sup> Due June 25, 2009 Linked to the common stock of Apple Inc., incorporated by reference to the Registrant's Registration Statement on Form 8-A, dated June 11, 2008, filed on June 12, 2008.
- 99.34 Term Sheet, dated July 30, 2008, relating to the Bear Market Strategic Accelerated Redemption Securities<sup>SM</sup> Linked to the S&P Small Cap Regional Banks Index due



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- February 2, 2010, incorporated by reference to the Registrant's filing pursuant to Rule 424(b) on August 6, 2008.
- 99.35 Form of Note relating to the Bear Market Strategic Accelerated Redemption Securities<sup>SM</sup> Linked to the S&P Small Cap Regional Banks Index due February 2, 2010, incorporated by reference to the Registrant's Registration Statement on Form 8-A, dated July 31, 2008, filed on August 1, 2008.
- 99.36 Term Sheet, dated July 30, 2008, relating to the Accelerated Return Bear Market Notes Linked to the Russell 3000<sup>®</sup> Index due October 2, 2009, incorporated by reference to the Registrant's filing pursuant to Rule 424(b) on August 6, 2008.
- 99.37 Form of Note relating to the Accelerated Return Bear Market Notes Linked to the Russell 3000<sup>®</sup> Index due October 2, 2009, incorporated by reference to the Registrant's Registration Statement on Form 8-A, dated July 31, 2008, filed on August 1, 2008.
- 99.38 Term Sheet, dated June 10, 2008, relating to the Bear Market Strategic Accelerated Redemption Securities<sup>SM</sup> Linked to the Consumer Discretionary Select Sector Index due December 28, 2009, incorporated by reference to the Registrant's filing pursuant to Rule 424(b) on June 17, 2008.
- 99.39 Form of Note relating to the Bear Market Strategic Accelerated Redemption Securities<sup>SM</sup> Linked to the Consumer Discretionary Select Sector Index due December 28, 2009, incorporated by reference to the Registrant's Registration Statement on Form 8-A, dated June 10, 2008, filed on June 11, 2008.
- 99.40 Term Sheet, dated November 1, 2007, relating to the Accelerated Return Bear Market Notes Linked to the Russell 3000<sup>®</sup> Index due January 21, 2009, incorporated by reference to the Registrant's filing pursuant to Rule 424(b) on November 8, 2007.
- 99.41 Form of Note relating to the Accelerated Return Bear Market Notes Linked to the Russell 3000<sup>®</sup> Index due January 21, 2009, incorporated by reference to the Registrant's Registration Statement on Form 8-A, dated November 1, 2007, filed on November 2, 2007.
- 99.42 Pricing Supplement, dated February 28, 2007, relating to the 9% Callable Stock Return Income Debt Securities<sup>SM</sup> due March 5, 2009 payable on the maturity date with Best Buy Co., Inc. common stock, incorporated by reference to the Registrant's filing pursuant to Rule 424(b) on March 5, 2007.
- 99.43 Form of Note relating to the 9% Callable Stock Return Income Debt Securities<sup>SM</sup> due March 5, 2009 payable on the maturity date with Best Buy Co., Inc. common stock, incorporated by reference to the Registrant's Registration Statement on Form 8-A, February 28, 2007, filed on March 1, 2007.

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- 99.44 Term Sheet, dated June 26, 2008, relating to the Capped Leveraged Index Return Notes<sup>®</sup> Linked to the MSCI Brazil Index<sup>SM</sup> due January 20, 2010, incorporated by reference to the Registrant's filing pursuant to Rule 424(b) on July 3, 2008.
- 99.45 Form of Note relating to the Capped Leveraged Index Return Notes<sup>®</sup> Linked to the MSCI Brazil Index<sup>SM</sup> due January 20, 2010, incorporated by reference to the Registrant's Registration Statement on Form 8-A, dated June 27, 2008, filed on June 30, 2008.
- 99.46 Term Sheet, dated February 28, 2008, relating to the Accelerated Return Notes<sup>SM</sup> Linked to the MSCI Brazil Index<sup>SM</sup> Due May 5, 2009, incorporated by reference to the Registrant's filing pursuant to Rule 424(b) on March 6, 2008.
- 99.47 Form of Note relating to the Accelerated Return Notes<sup>SM</sup> Linked to the MSCI Brazil Index<sup>SM</sup> Due May 5, 2009, incorporated by reference to the Registrant's Registration Statement on Form 8-A, dated February 28, 2008, filed on February 29, 2008.
- 99.48 Pricing Supplement, dated November 2, 2005, relating to the 8% Monthly Income Strategic Return Notes<sup>®</sup> Linked to the CBOE DJIA BuyWrite Index due November 9, 2010, incorporated by reference to the Registrant's filing pursuant to Rule 424(b) on November 9, 2005.
- 99.49 Form of Note relating to the 8% Monthly Income Strategic Return Notes<sup>®</sup> Linked to the CBOE DJIA BuyWrite Index due November 9, 2010, incorporated by reference to the Registrant's Registration Statement on Form 8-A, dated November 3, 2005, filed on November 3, 2005.
- 99.50 Pricing Supplement, dated June 1, 2005, relating to the 8% Monthly Income Strategic Return Notes<sup>®</sup> Linked to the CBOE S&P 500<sup>®</sup> BuyWrite Index due June 7, 2010, incorporated by reference to the Registrant's filing pursuant to Rule 424(b) on June 6, 2005.
- 99.51 Form of Note relating to the 8% Monthly Income Strategic Return Notes<sup>®</sup> Linked to the CBOE S&P 500<sup>®</sup> BuyWrite Index due June 7, 2010, incorporated by reference to the Registrant's Registration Statement on Form 8-A, dated June 3, 2005, filed on June 3, 2005.
- 99.52 Term Sheet, dated February 28, 2008, relating to the 10% Callable STock Return Income DEbt Securities<sup>SM</sup> Due March 6, 2009 Payable on the stated maturity date with The Boeing Company common stock, incorporated by reference to the Registrant's filing pursuant to Rule 424(b) on March 6, 2008.
- 99.53 Form of Note relating to the 10% Callable STock Return Income DEbt Securities<sup>SM</sup> Due March 6, 2009 Payable on the stated maturity date with The Boeing Company common stock, incorporated by reference to the Registrant's Registration Statement on Form 8-A, dated February 28, 2008, filed on February 29, 2008.

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- 99.54 Pricing Supplement, dated December 28, 2005, relating to the 8% Monthly Income Strategic Return Note<sup>®</sup> Linked to the CBOE S&P 500 BuyWrite Index due January 3, 2011, incorporated by reference to the Registrant's filing pursuant to Rule 424(b) on January 3, 2006.
- 99.55 Form of Note relating to the 8% Monthly Income Strategic Return Note<sup>®</sup> Linked to the CBOE S&P 500 BuyWrite Index due January 3, 2011, incorporated by reference to the Registrant's Registration Statement on Form 8-A, dated December 28, 2005, filed on December 29, 2005.
- 99.56 Term Sheet, dated April 21, 2008, relating to the 11% Callable STock Return Income DEbt Securities<sup>SM</sup> Due April 28, 2009 payable on the maturity date with Cisco Systems, Inc. common stock, incorporated by reference to the Registrant's filing pursuant to Rule 424(b) on April 28, 2008.
- 99.57 Form of Note relating to the 11% Callable STock Return Income DEbt Securities<sup>SM</sup> Due April 28, 2009 payable on the maturity date with Cisco Systems, Inc. common stock, incorporated by reference to the Registrant's Registration Statement on Form 8-A, dated April 21, 2008, filed on April 22, 2008.
- 99.58 Term Sheet, dated June 25, 2008, relating to the Strategic Accelerated Redemption Securities<sup>SM</sup> Linked to the Dow Jones Industrial Average<sup>SM</sup> due July 7, 2010, incorporated by reference to the Registrant's filing pursuant to Rule 424(b) on July 2, 2008.
- 99.59 Form of Note relating to the Strategic Accelerated Redemption Securities<sup>SM</sup> Linked to the Dow Jones Industrial Average<sup>SM</sup> due July 7, 2010, incorporated by reference to the Registrant's Registration Statement on Form 8-A, dated June 26, 2008, filed on June 26, 2008.
- 99.60 Term Sheet, dated March 26, 2008, relating to the STrategic Accelerated Redemption Securities<sup>SM</sup> Linked to the Dow Jones Industrial Average<sup>SM</sup> Due April 2, 2010, incorporated by reference to the Registrant's filing pursuant to Rule 424(b) on April 2, 2008.
- 99.61 Form of Note relating to the STrategic Accelerated Redemption Securities<sup>SM</sup> Linked to the Dow Jones Industrial Average<sup>SM</sup> Due April 2, 2010, incorporated by reference to the Registrant's Registration Statement on Form 8-A, dated March 26, 2008, filed on March 27, 2008.
- 99.62 Term Sheet, dated November 1, 2007, relating to the STrategic Accelerated Redemption Securities<sup>SM</sup> Linked to the Dow Jones EURO STOXX 50<sup>SM</sup> Index Due November 9, 2009, incorporated by reference to the Registrant's filing pursuant to Rule 424(b) on November 8, 2007.

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- 99.63 Form of Note relating to the Strategic Accelerated Redemption Securities<sup>SM</sup> Linked to the Dow Jones EURO STOXX 50<sup>SM</sup> Index Due November 9, 2009, incorporated by reference to the Registrant's Registration Statement on Form 8-A, dated November 1, 2007, filed on November 2, 2007.
- 99.64 Term Sheet, dated November 28, 2007, relating to the Accelerated Return Notes<sup>SM</sup> Linked to the Dow Jones Industrial Average<sup>SM</sup> Due February 5, 2009, incorporated by reference to the Registrant's filing pursuant to Rule 424(b) on December 5, 2007.
- 99.65 Form of Note relating to the Accelerated Return Notes<sup>SM</sup> Linked to the Dow Jones Industrial Average<sup>SM</sup> Due February 5, 2009, incorporated by reference to the Registrant's Registration Statement on Form 8-A, dated November 28, 2007, filed on November 29, 2007.
- 99.66 Term Sheet, dated November 1, 2007, relating to the Accelerated Return Notes<sup>SM</sup> Linked to the PHLX Semiconductor Sector<sup>SM</sup> Due January 21, 2009, incorporated by reference to the Registrant's filing pursuant to Rule 424(b) on November 8, 2007.
- 99.67 Form of Note relating to the Accelerated Return Notes<sup>SM</sup> Linked to the PHLX Semiconductor Sector<sup>SM</sup> Due January 21, 2009, incorporated by reference to the Registrant's Registration Statement on Form 8-A, dated November 1, 2007, filed on November 2, 2007.
- 99.68 Term Sheet, dated September 27, 2007, relating to the Accelerated Return Notes<sup>SM</sup> Linked to the MSCI EAFE Index<sup>®</sup> Due December 4, 2008, incorporated by reference to the Registrant's filing pursuant to Rule 424(b) on October 4, 2007.
- 99.69 Form of Note relating to the Accelerated Return Notes<sup>SM</sup> Linked to the MSCI EAFE Index<sup>®</sup> Due December 4, 2008, incorporated by reference to the Registrant's Registration Statement on Form 8-A, dated September 27, 2007, filed on September 28, 2007.
- 99.70 Term Sheet, dated June 26, 2008, relating to the STEP Income Securities<sup>SM</sup> Due July 14, 2009 Linked to the common stock of Freeport-McMoRan Copper & Gold Inc., incorporated by reference to the Registrant's filing pursuant to Rule 424(b) on July 3, 2008.
- 99.71 Form of Note relating to the STEP Income Securities<sup>SM</sup> Due July 14, 2009 Linked to the common stock of Freeport-McMoRan Copper & Gold Inc., incorporated by reference to the Registrant's Registration Statement on Form 8-A, dated June 26, 2008, filed on June 27, 2008.
- 99.72 Pricing Supplement, dated August 2, 2007, relating to the 100% Principal Protected Global Currency Basket Notes due February 9, 2009, incorporated by reference to the Registrant's filing pursuant to Rule 424(b) on August 9, 2007.

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- 99.73 Form of Note relating to the 100% Principal Protected Global Currency Basket Notes due February 9, 2009, incorporated by reference to the Registrant's Registration Statement on Form 8-A, dated August 2, 2007, filed on August 3, 2007.
- 99.74 Term Sheet, dated September 26, 2007, relating to the Accelerated Return Notes<sup>SM</sup> Linked to the PHLX Gold & Silver Sector<sup>SM</sup> Index Due December 3, 2008, incorporated by reference to the Registrant's filing pursuant to Rule 424(b) on October 3, 2007.
- 99.75 Form of Note relating to the Accelerated Return Notes<sup>SM</sup> Linked to the PHLX Gold & Silver Sector<sup>SM</sup> Index Due December 3, 2008, incorporated by reference to the Registrant's Registration Statement on Form 8-A, dated September 26, 2007, filed on September 27, 2007.
- 99.76 Term Sheet, dated February 20, 2008, relating to the 9% Callable STock Return Income DEbt Securities<sup>SM</sup> Due March 1, 2010 Payable on the stated maturity date with Google Inc. common stock, incorporated by reference to the Registrant's filing pursuant to Rule 424(b) on February 27, 2008.
- 99.77 Form of Note relating to the 9% Callable STock Return Income DEbt Securities<sup>SM</sup> Due March 1, 2010 Payable on the stated maturity date with Google Inc. common stock, incorporated by reference to the Registrant's Registration Statement on Form 8-A, dated February 20, 2008, filed on February 21, 2008.
- 99.78 Term Sheet, dated September 27, 2007, relating to the Accelerated Return Notes<sup>SM</sup> Linked to the Russell 1000 Growth<sup>®</sup> Index Due December 4, 2008, incorporated by reference to the Registrant's filing pursuant to Rule 424(b) on October 4, 2007.
- 99.79 Form of Note relating to the Accelerated Return Notes<sup>SM</sup> Linked to the Russell 1000 Growth<sup>®</sup> Index Due December 4, 2008, incorporated by reference to the Registrant's Registration Statement on Form 8-A, dated September 27, 2007, filed on September 28, 2007.
- 99.80 Term Sheet, dated October 30, 2007, relating to the Accelerated Return Note<sup>SM</sup> Linked to the PHLX Gold and Silver Sector<sup>SM</sup> Index Due January 16, 2009, incorporated by reference to the Registrant's filing pursuant to Rule 424(b) on November 6, 2007.
- 99.81 Form of Note relating to the Accelerated Return Notes<sup>SM</sup> Linked to the PHLX Gold and Silver Sector<sup>SM</sup> Index Due January 16, 2009, incorporated by reference to the Registrant's Registration Statement on Form 8-A, dated October 30, 2007, filed on October 31, 2007.
- 99.82 Term Sheet, dated May 1, 2008, relating to the Bear Market Strategic Accelerated Redemption Securities<sup>SM</sup> Linked to the PHLX Housing Sector<sup>SM</sup> Index due November 3, 2009, incorporated by reference to the Registrant's filing pursuant to Rule 424(b) on May 8, 2008.

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- 99.83 Form of Note relating to the Bear Market Strategic Accelerated Redemption Securities<sup>SM</sup> Linked to the PHLX Housing Sector<sup>SM</sup> Index due November 3, 2009, incorporated by reference to the Registrant's Registration Statement on Form 8-A, dated May 1, 2008, filed on May 2, 2008.
- 99.84 Pricing Supplement, dated October 31, 2007, relating to the Strategic Return Notes<sup>®</sup> Linked to the Merrill Lynch Factor Mode<sup>SM</sup> due November 7, 2012, incorporated by reference to the Registrant's filing pursuant to Rule 424(b) on November 7, 2007.
- 99.85 Form of Note relating to the Strategic Return Notes<sup>®</sup> Linked to the Merrill Lynch Factor Mode<sup>SM</sup> due November 7, 2012, incorporated by reference to the Registrant's Registration Statement on Form 8-A, dated October 31, 2007, filed on November 1, 2007.
- 99.86 Term Sheet, dated January 31, 2008, relating to the 11% Callable S<sup>T</sup>ock Return Income DEbt Securities<sup>SM</sup> Due February 8, 2010 payable on the stated maturity date with The Home Depot, Inc. common stock, incorporated by reference to the Registrant's filing pursuant to Rule 424(b) on February 7, 2008.
- 99.87 Form of Note relating to the 11% Callable S<sup>T</sup>ock Return Income DEbt Securities<sup>SM</sup> Due February 8, 2010 payable on the stated maturity date with The Home Depot, Inc. common stock, incorporated by reference to the Registrant's Registration Statement on Form 8-A, dated January 31, 2008, filed on February 1, 2008.
- 99.88 Term Sheet, dated March 26, 2008, relating to the Accelerated Return Notes<sup>SM</sup> Linked to the Health Care Select Sector Index Due June 2, 2009, incorporated by reference to the Registrant's filing pursuant to Rule 424(b) on April 2, 2008.
- 99.89 Form of Note relating to the Accelerated Return Notes<sup>SM</sup> Linked to the Health Care Select Sector Index Due June 2, 2009, incorporated by reference to the Registrant's Registration Statement on Form 8-A, dated March 26, 2008, filed on March 27, 2008.
- 99.90 Term Sheet, dated May 1, 2008, relating to the Accelerated Return Bear Market Notes Linked to the Energy Select Sector Index due June 29, 2009, incorporated by reference to the Registrant's filing pursuant to Rule 424(b) on May 8, 2008.
- 99.91 Form of Note relating to the Accelerated Return Bear Market Notes Linked to the Energy Select Sector Index due June 29, 2009, incorporated by reference to the Registrant's Registration Statement on Form 8-A, dated May 1, 2008, filed on May 2, 2008.
- 99.92 Term Sheet, dated February 27, 2008, relating to the Accelerated Return Bear Market Notes Linked to the Energy Select Sector Index due May 5, 2009, incorporated by reference to the Registrant's filing pursuant to Rule 424(b) on March 5, 2008.

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- 99.93 Form of Note relating to the Accelerated Return Bear Market Notes Linked to the Energy Select Sector Index due May 5, 2009, incorporated by reference to the Registrant's Registration Statement on Form 8-A, dated February 27, 2008, filed on February 28, 2008.
- 99.94 Pricing Supplement, dated August 2, 2005, relating to the Strategic Return Notes<sup>®</sup> Linked to the Industrial 15 Index due August 9, 2010, incorporated by reference to the Registrant's filing pursuant to Rule 424(b) on August 8, 2005.
- 99.95 Form of Note relating to the Strategic Return Notes<sup>®</sup> Linked to the Industrial 15 Index due August 9, 2010, incorporated by reference to the Registrant's Registration Statement on Form 8-A, dated August 2, 2005, filed on August 3, 2005.
- 99.96 Term Sheet, dated June 11, 2008, relating to the Accelerated Return Notes<sup>SM</sup> Linked to the MSCI EAFE<sup>®</sup> Index Due August 27, 2009, incorporated by reference to the Registrant's filing pursuant to Rule 424(b) on June 18, 2008.
- 99.97 Form of Note relating to the Accelerated Return Notes<sup>SM</sup> Linked to the MSCI EAFE<sup>®</sup> Index Due August 27, 2009, incorporated by reference to the Registrant's Registration Statement on Form 8-A, dated June 11, 2008, filed on June 12, 2008.
- 99.98 Prospectus Supplement, dated April 30, 2002, relating to the Callable Market Index Target-Term Securities<sup>®</sup> due May 4, 2009 Linked to the S&P 500<sup>®</sup> Index, incorporated by reference to the Registrant's filing pursuant to Rule 424(b) on May 2, 2002.
- 99.99 Form of Note relating to the Callable Market Index Target-Term Securities<sup>®</sup> due May 4, 2009 Linked to the S&P 500<sup>®</sup> Index, incorporated by reference to the Registrant's Registration Statement on Form 8-A, dated April 30, 2002, filed on April 30, 2002.
- 99.100 Pricing Supplement, dated August 30, 2006, relating to the Strategic Return Notes<sup>®</sup> Linked to the Baby Boomer Consumption Index due September 6, 2011, incorporated by reference to the Registrant's filing pursuant to Rule 424(b) on September 6, 2006.
- 99.101 Form of Note relating to the Strategic Return Notes<sup>®</sup> Linked to the Baby Boomer Consumption Index due September 6, 2011, incorporated by reference to the Registrant's Registration Statement on Form 8-A, dated August 30, 2006, filed on August 31, 2006.
- 99.102 Term Sheet, dated November 1, 2007, relating to the Accelerated Return Notes<sup>SM</sup> Linked to the S&P MidCap 400<sup>®</sup> Index Due January 21, 2009, incorporated by reference to the Registrant's filing pursuant to Rule 424(b) on November 8, 2007.
- 99.103 Form of Note relating to the Accelerated Return Notes<sup>SM</sup> Linked to the S&P MidCap 400<sup>®</sup> Index Due January 21, 2009, incorporated by reference to the Registrant's Registration Statement on Form 8-A, dated November 1, 2007, filed on November 2, 2007.

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- 99.104 Term Sheet, dated November 29, 2007, relating to the Accelerated Return Notes<sup>SM</sup> Linked to the MSCI EAFE Index<sup>®</sup> Due February 6, 2009, incorporated by reference to the Registrant's filing pursuant to Rule 424(b) on December 6, 2007.
- 99.105 Form of Note relating to the Accelerated Return Notes<sup>SM</sup> Linked to the MSCI EAFE Index<sup>®</sup> Due February 6, 2009, incorporated by reference to the Registrant's Registration Statement on Form 8-A, dated November 29, 2007, filed on November 30, 2007.
- 99.106 Pricing Supplement, dated January 31, 2007, relating to the Strategic Return Notes<sup>®</sup> Linked to the Industrial 15 Index due February 2, 2012, incorporated by reference to the Registrant's filing pursuant to Rule 424(b) on February 2, 2007.
- 99.107 Form of Note relating to the Strategic Return Notes<sup>®</sup> Linked to the Industrial 15 Index due February 2, 2012, incorporated by reference to the Registrant's Registration Statement on Form 8-A, dated January 31, 2007, filed on February 1, 2007.
- 99.108 Term Sheet, dated November 27, 2007, relating to the 9% Callable STock Return Income DEbt Securities<sup>SM</sup> Due December 4, 2009 Payable on the stated maturity date with Exxon Mobil Corporation common stock, incorporated by reference to the Registrant's filing pursuant to Rule 424(b) on December 4, 2007.
- 99.109 Form of Note relating to the 9% Callable STock Return Income DEbt Securities<sup>SM</sup> Due December 4, 2009 Payable on the stated maturity date with Exxon Mobil Corporation common stock, incorporated by reference to the Registrant's Registration Statement on Form 8-A, dated November 27, 2007, filed on November 28, 2007.
- 99.110 Term Sheet, dated July 31, 2008, relating to the Capped Leveraged Index Return Notes<sup>®</sup> Linked to the MSCI Emerging Markets Index<sup>SM</sup> due January 29, 2010, incorporated by reference to the Registrant's filing pursuant to Rule 424(b) on August 8, 2008.
- 99.111 Form of Note relating to the Capped Leveraged Index Return Notes<sup>®</sup> Linked to the MSCI Emerging Markets Index<sup>SM</sup> due January 29, 2010, incorporated by reference to the Registrant's Registration Statement on Form 8-A, dated July 31, 2008, filed on August 5, 2008.
- 99.112 Prospectus Supplement, dated August 1, 2002, relating to the Market Index Target-Term Securities<sup>®</sup> based upon the Dow Jones Industrial Average<sup>SM</sup> due August 7, 2009, incorporated by reference to the Registrant's filing pursuant to Rule 424(b) on August 5, 2002.
- 99.113 Form of Note relating to the Market Index Target-Term Securities<sup>®</sup> based upon the Dow Jones Industrial Average<sup>SM</sup> due August 7, 2009, incorporated by reference to the Registrant's Registration Statement on Form 8-A, dated August 1, 2002, filed on August 1, 2002.



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- 99.114 Prospectus Supplement, dated August 29, 2002, relating to the S&P 500<sup>®</sup> Market Index Target-Term Securities<sup>®</sup> due September 4, 2009, incorporated by reference to the Registrant's filing pursuant to Rule 424(b) on September 3, 2002.
- 99.115 Form of Note relating to the S&P 500<sup>®</sup> Market Index Target-Term Securities<sup>®</sup> due September 4, 2009, incorporated by reference to the Registrant's Registration Statement on Form 8-A, dated August 28, 2002, filed on August 28, 2002.
- 99.116 Term Sheet, dated August 5, 2008, relating to the Accelerated Return Notes<sup>SM</sup> Linked to the MSCI EAFE Index<sup>®</sup> due October 5, 2009, incorporated by reference to the Registrant's filing pursuant to Rule 424(b) on August 12, 2008.
- 99.117 Form of Note relating to the Accelerated Return Notes<sup>SM</sup> Linked to the MSCI EAFE Index<sup>®</sup> due October 5, 2009, incorporated by reference to the Registrant's Registration Statement on Form 8-A, dated August 6, 2008, filed on August 6, 2008.
- 99.118 Pricing Supplement, dated December 21, 2006, relating to the Dow Jones EURO STOXX 50<sup>SM</sup> Index Market Index Target-Term Securities<sup>®</sup> due June 28, 2010, incorporated by reference to the Registrant's filing pursuant to Rule 424(b) on December 28, 2006.
- 99.119 Form of Note relating to the Dow Jones EURO STOXX 50<sup>SM</sup> Index Market Index Target-Term Securities<sup>®</sup> due June 28, 2010, incorporated by reference to the Registrant's Registration Statement on Form 8-A, dated December 22, 2006, filed on December 22, 2006.
- 99.120 Pricing Supplement, dated June 29, 2006, relating to the Strategic Return Notes<sup>®</sup> Linked to the Value 30 Index due July 6, 2011, incorporated by reference to the Registrant's filing pursuant to Rule 424(b) on July 6, 2006.
- 99.121 Form of Note relating to the Strategic Return Notes<sup>®</sup> Linked to the Value 30 Index due July 6, 2011, incorporated by reference to the Registrant's Registration Statement on Form 8-A, dated June 29, 2006, filed on June 30, 2006.
- 99.122 Prospectus Supplement, dated June 25, 2002, relating to the S&P 500<sup>®</sup> Market Index Target-Term Securities<sup>®</sup> due June 29, 2009, incorporated by reference to the Registrant's filing pursuant to Rule 424(b) on June 27, 2002.
- 99.123 Form of Note relating to the S&P 500<sup>®</sup> Market Index Target-Term Securities<sup>®</sup> due June 29, 2009, incorporated by reference to the Registrant's Registration Statement on Form 8-A, dated June 25, 2002, filed on June 25, 2002.
- 99.124 Prospectus Supplement, dated March 25, 2002, relating to the Nikkei 225 Market Index Target-Term Securities<sup>®</sup> due March 30, 2009, incorporated by reference to the Registrant's filing pursuant to Rule 424(b) on March 27, 2002.

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- 99.125 Form of Note relating to the Nikkei 225 Market Index Target-Term Securities<sup>®</sup> due March 30, 2009, incorporated by reference to the Registrant's Registration Statement on Form 8-A, dated March 25, 2002, filed on March 25, 2002.
- 99.126 Pricing Supplement, dated September 28, 2006, relating to the Nikkei 225 Market Index Target-Term Securities<sup>®</sup> due April 5, 2010, incorporated by reference to the Registrant's filing pursuant to Rule 424(b) on October 5, 2006.
- 99.127 Form of Note relating to the Nikkei 225 Market Index Target-Term Securities<sup>®</sup> due April 5, 2010, incorporated by reference to the Registrant's Registration Statement on Form 8-A, dated September 28, 2006, filed on September 29, 2006.
- 99.128 Pricing Supplement, dated March 1, 2007, relating to the Strategic Return Notes<sup>®</sup> Linked to the Select Ten Index due March 8, 2012, incorporated by reference to the Registrant's filing pursuant to Rule 424(b) on March 8, 2007.
- 99.129 Form of Note relating to the Strategic Return Notes<sup>®</sup> Linked to the Select Ten Index due March 8, 2012, incorporated by reference to the Registrant's Registration Statement on Form 8-A, dated March 1, 2007, filed on March 2, 2007.
- 99.130 Pricing Supplement, dated August 1, 2006, relating to the Strategic Return Notes<sup>®</sup> Linked to the Value 30 Index due August 8, 2011, incorporated by reference to the Registrant's filing pursuant to Rule 424(b) on August 7, 2006.
- 99.131 Form of Note relating to the Strategic Return Notes<sup>®</sup> Linked to the Value 30 Index due August 8, 2011, incorporated by reference to the Registrant's Registration Statement on Form 8-A, dated August 1, 2006, filed on August 2, 2006.
- 99.132 Term Sheet, dated February 26, 2008, relating to the Accelerated Return Notes<sup>SM</sup> Linked to the MSCI EAFE<sup>®</sup> Index Due May 4, 2009, incorporated by reference to the Registrant's filing pursuant to Rule 424(b) on March 4, 2008.
- 99.133 Form of Note relating to the Accelerated Return Notes<sup>SM</sup> Linked to the MSCI EAFE<sup>®</sup> Index Due May 4, 2009, incorporated by reference to the Registrant's Registration Statement on Form 8-A, dated February 26, 2008, filed on February 27, 2008.
- 99.134 Pricing Supplement, dated November 29, 2007, relating to the Strategic Return Note<sup>®</sup> Linked to the Merrill Lynch Factor Mode<sup>SM</sup> due December 6, 2012, incorporated by reference to the Registrant's filing pursuant to Rule 424(b) on December 6, 2007.
- 99.135 Form of Note relating to the Strategic Return Notes<sup>®</sup> Linked to the Merrill Lynch Factor Mode<sup>SM</sup> due December 6, 2012, incorporated by reference to the Registrant's Registration Statement on Form 8-A, dated November 29, 2007, filed on November 30, 2007.

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- 99.136 Term Sheet, dated March 18, 2008, relating to the 12% Callable STock Return Income DEbt Securities<sup>SM</sup> due March 26, 2010 payable on the stated maturity date with Monsanto Company common stock, incorporated by reference to the Registrant's filing pursuant to Rule 424(b) on March 25, 2008.
- 99.137 Form of Note relating to the 12% Callable STock Return Income DEbt Securities<sup>SM</sup> due March 26, 2010 payable on the stated maturity date with Monsanto Company common stock, incorporated by reference to the Registrant's Registration Statement on Form 8-A, dated March 18, 2008, filed on March 19, 2008.
- 99.138 Term Sheet, dated July 31, 2008, relating to the STEP Income Securities<sup>SM</sup> Due August 17, 2009 linked to the common stock of Monsanto Company, incorporated by reference to the Registrant's filing pursuant to Rule 424(b) on August 8, 2008.
- 99.139 Form of Note relating to the STEP Income Securities<sup>SM</sup> Due August 17, 2009 linked to the common stock of Monsanto Company, incorporated by reference to the Registrant's Registration Statement on Form 8-A, dated July 31, 2008, filed on August 5, 2008.
- 99.140 Pricing Supplement, dated December 1, 2005, relating to the Nikkei 225<sup>®</sup> Market Index Target-Term Securities<sup>®</sup> due June 5, 2009, incorporated by reference to the Registrant's filing pursuant to Rule 424(b) on December 8, 2005.
- 99.141 Form of Note relating to the Nikkei 225<sup>®</sup> Market Index Target-Term Securities<sup>®</sup> due June 5, 2009, incorporated by reference to the Registrant's Registration Statement on Form 8-A, dated December 1, 2005, filed on December 2, 2005.
- 99.142 Pricing Supplement, dated March 2, 2006, relating to the 50/150 Nikkei 225<sup>®</sup> Index Notes due October 7, 2009, incorporated by reference to the Registrant's filing pursuant to Rule 424(b) on March 7, 2006.
- 99.143 Form of Note relating to the 50/150 Nikkei 225<sup>®</sup> Index Notes due October 7, 2009, incorporated by reference to the Registrant's Registration Statement on Form 8-A, dated March 2, 2006, filed on March 2, 2006.
- 99.144 Term Sheet, dated January 30, 2008, relating to the Accelerated Return Notes<sup>SM</sup> Linked to the S&P 500<sup>®</sup> Index Due April 6, 2009, incorporated by reference to the Registrant's filing pursuant to Rule 424(b) on February 6, 2008.
- 99.145 Form of Note relating to the Accelerated Return Notes<sup>SM</sup> Linked to the S&P 500<sup>®</sup> Index Due April 6, 2009, incorporated by reference to the Registrant's Registration Statement on Form 8-A, dated January 30, 2008, filed on January 31, 2008.
- 99.146 Term Sheet, dated May 1, 2008, relating to the Accelerated Return Notes<sup>SM</sup> Linked to the Nikkei 225<sup>®</sup> Index Due June 26, 2009, incorporated by reference to the Registrant's filing pursuant to Rule 424(b) on May 8, 2008.

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- 99.147 Form of Note relating to the Accelerated Return Notes<sup>SM</sup> Linked to the Nikkei 225<sup>®</sup> Index Due June 26, 2009, incorporated by reference to the Registrant's Registration Statement on Form 8-A, dated May 1, 2008, filed on May 1, 2008.
- 99.148 Term Sheet, dated May 20, 2008, relating to the STEP Income Securities<sup>SM</sup> Due June 4, 2009 Linked to the common stock of Qualcomm Incorporated, incorporated by reference to the Registrant's filing pursuant to Rule 424(b) on May 28, 2008.
- 99.149 Form of Note relating to the STEP Income Securities<sup>SM</sup> Due June 4, 2009 Linked to the common stock of Qualcomm Incorporated, incorporated by reference to the Registrant's Registration Statement on Form 8-A, dated May 21, 2008, filed on May 22, 2008.
- 99.150 Term Sheet, dated March 26, 2008, relating to the STrategic Accelerated Redemption Securities<sup>SM</sup> Linked to the Russell 2000<sup>®</sup> Index Due April 2, 2010, incorporated by reference to the Registrant's filing pursuant to Rule 424(b) on April 2, 2008.
- 99.151 Form of Note relating to the STrategic Accelerated Redemption Securities<sup>SM</sup> Linked to the Russell 2000<sup>®</sup> Index Due April 2, 2010, incorporated by reference to the Registrant's Registration Statement on Form 8-A, dated March 26, 2008, filed on March 27, 2008.
- 99.152 Term Sheet, dated June 25, 2008, relating to the Capped Leveraged Index Return Notes<sup>®</sup> Linked to the Russell 2000<sup>®</sup> Index due January 20, 2010, incorporated by reference to the Registrant's filing pursuant to Rule 424(b) on July 2, 2008.
- 99.153 Form of Note relating to the Capped Leveraged Index Return Notes<sup>®</sup> Linked to the Russell 2000<sup>®</sup> Index due January 20, 2010, incorporated by reference to the Registrant's Registration Statement on Form 8-A, dated June 26, 2008, filed on June 26, 2008.
- 99.154 Term Sheet, dated May 1, 2008, relating to the Capped Leveraged Index Return Notes<sup>®</sup> Linked to the Russell 2000<sup>®</sup> Index Due October 30, 2009, incorporated by reference to the Registrant's filing pursuant to Rule 424(b) on May 8, 2008.
- 99.155 Form of Note relating to the Capped Leveraged Index Return Notes<sup>®</sup> Linked to the Russell 2000<sup>®</sup> Index Due October 30, 2009, incorporated by reference to the Registrant's Registration Statement on Form 8-A, dated May 1, 2008, filed on May 2, 2008.
- 99.156 Prospectus Supplement, dated March 25, 2002, relating to the Market Index Target-Term Securities<sup>®</sup> based upon the Russell 2000<sup>®</sup> Index due March 30, 2009, incorporated by reference to the Registrant's filing pursuant to Rule 424(b) on March 27, 2002.
- 99.157 Form of Note relating to the Market Index Target-Term Securities<sup>®</sup> based upon the Russell 2000<sup>®</sup> Index due March 30, 2009, incorporated by reference to the Registrant's Registration Statement on Form 8-A, dated March 25, 2002, filed on March 25, 2002.

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- 99.158 Pricing Supplement, dated May 3, 2007, relating to the Strategic Return Notes<sup>®</sup> Linked to the Select Ten Index due May 10, 2012, incorporated by reference to the Registrant's filing pursuant to Rule 424(b) on May 10, 2007.
- 99.159 Form of Note relating to the Strategic Return Notes<sup>®</sup> Linked to the Select Ten Index due May 10, 2012, incorporated by reference to the Registrant's Registration Statement on Form 8-A, dated May 3, 2007, filed on May 4, 2007.
- 99.160 Pricing Supplement, dated November 1, 2006, relating to the Strategic Return Notes<sup>®</sup> Linked to the Select Ten Index due November 8, 2011, incorporated by reference to the Registrant's filing pursuant to Rule 424(b) on November 8, 2006.
- 99.161 Form of Note relating to the Strategic Return Notes<sup>®</sup> Linked to the Select Ten Index due November 8, 2011, incorporated by reference to the Registrant's Registration Statement on Form 8-A, dated November 1, 2006, filed on November 2, 2006.
- 99.162 Term Sheet, dated November 1, 2007, relating to the Accelerated Return Notes<sup>SM</sup> Linked to the S&P 100<sup>®</sup> Index Due January 21, 2009, incorporated by reference to the Registrant's filing pursuant to Rule 424(b) on November 8, 2007.
- 99.163 Form of Note relating to the Accelerated Return Notes<sup>SM</sup> Linked to the S&P 100<sup>®</sup> Index Due January 21, 2009, incorporated by reference to the Registrant's Registration Statement on Form 8-A, dated November 1, 2007, filed on November 2, 2007.
- 99.164 Term Sheet, dated November 28, 2007, relating to the Accelerated Return Bear Market Notes Linked to the Russell 2000<sup>®</sup> Index Due February 5, 2009, incorporated by reference to the Registrant's filing pursuant to Rule 424(b) on December 5, 2007.
- 99.165 Form of Note relating to the Accelerated Return Bear Market Notes Linked to the Russell 2000<sup>®</sup> Index Due February 5, 2009, incorporated by reference to the Registrant's Registration Statement on Form 8-A, dated November 28, 2007, filed on November 29, 2007.
- 99.166 Term Sheet, dated June 10, 2008, relating to the Accelerated Return Notes<sup>SM</sup> Linked to the S&P 500<sup>®</sup> Index due August 27, 2009, incorporated by reference to the Registrant's filing pursuant to Rule 424(b) on June 17, 2008.
- 99.167 Form of Note relating to the Accelerated Return Notes<sup>SM</sup> Linked to the S&P 500<sup>®</sup> Index due August 27, 2009, incorporated by reference to the Registrant's Registration Statement on Form 8-A, dated June 10, 2008, filed on June 11, 2008.
- 99.168 Term Sheet, dated February 27, 2008, relating to the Strategic Accelerated Redemption Securities<sup>SM</sup> Linked to the S&P 500<sup>®</sup> Index due March 8, 2010, incorporated by reference to the Registrant's filing pursuant to Rule 424(b) on March 5, 2008.

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- 99.169 Form of Note relating to the Strategic Accelerated Redemption Securities<sup>SM</sup> Linked to the S&P 500<sup>®</sup> Index due March 8, 2010, incorporated by reference to the Registrant's Registration Statement on Form 8-A, dated February 27, 2008, filed on February 28, 2008.
- 99.170 Term Sheet, dated November 20, 2007, relating to the Strategic Accelerated Redemption Securities<sup>SM</sup> Linked to the S&P 500<sup>®</sup> Index due November 30, 2009, incorporated by reference to the Registrant's filing pursuant to Rule 424(b) on November 28, 2007.
- 99.171 Form of Note relating to the Strategic Accelerated Redemption Securities<sup>SM</sup> Linked to the S&P 500<sup>®</sup> Index due November 30, 2009, incorporated by reference to the Registrant's Registration Statement on Form 8-A, dated November 20, 2007, filed on November 21, 2007.
- 99.172 Term Sheet, dated September 27, 2007, relating to the Accelerated Return Notes<sup>SM</sup> Linked to the S&P 500<sup>®</sup> Index due December 4, 2008, incorporated by reference to the Registrant's filing pursuant to Rule 424(b) on October 4, 2007.
- 99.173 Form of Note relating to the Accelerated Return Notes<sup>SM</sup> Linked to the S&P 500<sup>®</sup> Index due December 4, 2008, incorporated by reference to the Registrant's Registration Statement on Form 8-A, dated September 27, 2007, filed on September 28, 2007.
- 99.174 Prospectus Supplement, dated July 29, 2004, relating to the Strategic Return Notes<sup>®</sup> Linked to the Industrial 15 Index due August 3, 2009, incorporated by reference to the Registrant's filing pursuant to Rule 424(b) on August 2, 2004.
- 99.175 Form of Note relating to the Strategic Return Notes<sup>®</sup> Linked to the Industrial 15 Index due August 3, 2009, incorporated by reference to the Registrant's Registration Statement on Form 8-A, dated July 29, 2004, filed on July 29, 2004.
- 99.176 Term Sheet, dated May 1, 2008, relating to the Strategic Accelerated Redemption Securities<sup>SM</sup> Linked to the S&P 500<sup>®</sup> Index Due May 4, 2010, incorporated by reference to the Registrant's filing pursuant to Rule 424(b) on May 8, 2008.
- 99.177 Form of Note relating to the Strategic Accelerated Redemption Securities<sup>SM</sup> Linked to the S&P 500<sup>®</sup> Index Due May 4, 2010, incorporated by reference to the Registrant's Registration Statement on Form 8-A, dated May 1, 2008, filed on May 2, 2008.
- 99.178 Term Sheet, dated September 17, 2007, relating to the 9% Callable Stock Return Income Debt Securities<sup>SM</sup> Due September 24, 2009 Payable on the stated maturity date with Caterpillar Inc. common stock, incorporated by reference to the Registrant's filing pursuant to Rule 424(b) on September 24, 2007.
- 99.179 Form of Note relating to the 9% Callable Stock Return Income Debt Securities<sup>SM</sup> Due September 24, 2009 Payable on the stated maturity date with Caterpillar Inc. common

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- stock, incorporated by reference to the Registrant's Registration Statement on Form 8-A, dated September 17, 2007, filed on September 18, 2007.
- 99.180 Term Sheet, dated July 30, 2008, relating to the Strategic Accelerated Redemption Securities<sup>SM</sup> Linked to the S&P 500<sup>®</sup> Index Due August 3, 2010, incorporated by reference to the Registrant's filing pursuant to Rule 424(b) on August 6, 2008.
- 99.181 Form of Note relating to the Strategic Accelerated Redemption Securities<sup>SM</sup> Linked to the S&P 500<sup>®</sup> Index Due August 3, 2010, incorporated by reference to the Registrant's Registration Statement on Form 8-A, dated July 31, 2008, filed on August 5, 2008.
- 99.182 Term Sheet, dated June 10, 2008, relating to the Strategic Accelerated Redemption Securities<sup>SM</sup> Linked to the S&P 500<sup>®</sup> Index Due June 25, 2010, incorporated by reference to the Registrant's filing pursuant to Rule 424(b) on June 17, 2008.
- 99.183 Form of Note relating to the Strategic Accelerated Redemption Securities<sup>SM</sup> Linked to the S&P 500<sup>®</sup> Index Due June 25, 2010, incorporated by reference to the Registrant's Registration Statement on Form 8-A, dated June 10, 2008, filed on June 11, 2008.
- 99.184 Pricing Supplement, dated June 28, 2007, relating to the Strategic Return Notes<sup>®</sup> Linked to the Select 10 Index due July 5, 2012, incorporated by reference to the Registrant's filing pursuant to Rule 424(b) on July 3, 2007.
- 99.185 Form of Note relating to the Strategic Return Notes<sup>®</sup> Linked to the Select 10 Index due July 5, 2012, incorporated by reference to the Registrant's Registration Statement on Form 8-A, dated June 28, 2007, filed on June 29, 2007.
- 99.186 Prospectus Supplement, dated February 18, 2004, relating to the Strategic Return Note<sup>®</sup> Linked to the Select Utility Index due February 25, 2009, incorporated by reference to the Registrant's filing pursuant to Rule 424(b) on February 20, 2004.
- 99.187 Form of Note relating to the Strategic Return Notes<sup>®</sup> Linked to the Select Utility Index due February 25, 2009, incorporated by reference to the Registrant's Registration Statement on Form 8-A, dated April 19, 2004, filed on April 19, 2004.
- 99.188 Prospectus Supplement, dated September 22, 2004, relating to the Strategic Return Notes<sup>®</sup> Linked to the Select Utility Index due September 28, 2009, incorporated by reference to the Registrant's filing pursuant to Rule 424(b) on September 24, 2004.
- 99.189 Form of Note relating to the Strategic Return Notes<sup>®</sup> Linked to the Select Utility Index due September 28, 2009, incorporated by reference to the Registrant's Registration Statement on Form 8-A, dated September 22, 2004, filed on September 22, 2004.

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- 99.190 Term Sheet, dated March 26, 2008, relating to the Accelerated Return Notes<sup>SM</sup> Linked to the PHLX Gold and Silver Sector<sup>SM</sup> Index Due June 2, 2009, incorporated by reference to the Registrant's filing pursuant to Rule 424(b) on April 2, 2008.
- 99.191 Form of Note relating to the Accelerated Return Notes<sup>SM</sup> Linked to the PHLX Gold and Silver Sector<sup>SM</sup> Index Due June 2, 2009, incorporated by reference to the Registrant's Registration Statement on Form 8-A, dated March 26, 2008, filed on March 27, 2008.
- Other securities issued by Merrill Lynch & Co., Inc. are listed on NYSE Arca, Inc.



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SIGNATURE

Pursuant to the requirements of Section 12 of the Securities Exchange Act of 1934, the registrant has caused this registration statement to be signed on its behalf by the undersigned, thereto duly authorized.

MERRILL LYNCH & CO., INC.

By: \_\_\_\_\_ /s/ Judith A. Witterschein  
Judith A. Witterschein  
Secretary

Date: November 14, 2008

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SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549

MERRILL LYNCH & CO., INC.

EXHIBITS  
TO  
FORM 8-A DATED NOVEMBER 14, 2008

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INDEX TO EXHIBITS

Exhibit No.

- 99.1 Senior Indenture between Merrill Lynch & Co., Inc. and The Bank of New York Mellon, as successor trustee, dated as of April 1, 1983, as amended and restated (the “1983 Senior Indenture”), incorporated by reference from Exhibit (3) to Registrant’s Registration Statement on Form 8-A dated July 20, 1992.
- 99.2 Supplemental Indenture to the 1983 Senior Indenture, dated as of March 15, 1990, between Merrill Lynch & Co., Inc. and The Bank of New York Mellon, as successor trustee, incorporated by reference from Exhibit (3) to Registrant’s Registration Statement on Form 8-A dated July 20, 1992.
- 99.3 Sixth Supplemental Indenture to the 1983 Senior Indenture, dated as of October 25, 1993, between Merrill Lynch & Co., Inc. and The Bank of New York Mellon, as successor trustee, incorporated by reference from Exhibit 4(b)(ii) to Registrant’s Registration Statement on Form S-3 (Registration No. 33-61559) dated August 4, 1995.
- 99.4 Twelfth Supplemental Indenture to the 1983 Senior Indenture, dated as of September 1, 1998, between Merrill Lynch & Co., Inc. and The Bank of New York Mellon, as successor trustee, incorporated by reference from Exhibit 4(b)(viii) to Registrant’s Registration Statement on Form S-3 (Registration No. 333-132911) dated March 31, 2006.
- 99.5 Fifteenth Supplemental Indenture to the 1983 Senior Indenture, dated as of October 14, 2003, between Merrill Lynch & Co., Inc. and The Bank of New York Mellon, as successor trustee, incorporated by reference from Exhibit 4(b)(ix) to Registrant’s Registration Statement on Form S-3 (Registration No. 333-109802) dated October 17, 2003.
- 99.6 Eighteenth Supplemental Indenture to the 1983 Senior Indenture, dated as of October 21, 2004, between Merrill Lynch & Co., Inc. and The Bank of New York Mellon, as successor trustee, incorporated by reference from Exhibit 4(b)(xiv) to Registrant’s Registration Statement on Form S-3 (Registration No. 333-122639) dated February 8, 2005.
- 99.7 Nineteenth Supplemental Indenture to the 1983 Senior Indenture, dated as of September 17, 2007, between Merrill Lynch & Co., Inc. and The Bank of New York Mellon, as successor trustee, incorporated by reference from Exhibit 4.5 to Registrant’s Form 10-K for the fiscal year ended December 28, 2007.
- 99.8 MTN Prospectus Supplement, General Prospectus Supplement and Prospectus, each dated March 31, 2006, incorporated by reference from Registrant’s Registration Statement on Form S-3 (Registration No. 333-132911) dated March 31, 2006 and Registrant’s filings pursuant to Rule 424(b) on April 3, 2006.

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- 99.9 Prospectus, dated February 25, 2005, incorporated by reference from Registrant's Registration Statement on Form S-3 (Registration No. 333-122639) dated February 8, 2005 and Registrant's filing pursuant to Rule 424(b) on February 28, 2005.
  - 99.10 Prospectus, dated November 26, 2003, incorporated by reference from Registrant's Registration Statement on Form S-3 (Registration No. 333-109802) dated October 17, 2003 and Registrant's filing pursuant to Rule 424(b) on December 3, 2003.
  - 99.11 Prospectus, dated April 1, 2002, incorporated by reference from Registrant's Registration Statement on Form S-3 (Registration No. 333-83374) dated February 25, 2002 and Registrant's filing pursuant to Rule 424(b) on April 3, 2002
  - 99.12 Prospectus, dated January 24, 2001, incorporated by reference from Registrant's Registration Statement on Form S-3 (Registration No. 333-52822) dated December 27, 2000 and Registrant's filing pursuant to Rule 424(b) on January 25, 2001.
  - 99.13 Index Supplement I-1, dated June 6, 2007, incorporated by reference from Registrant's filing pursuant to Rule 424(b) on June 6, 2007.
  - 99.14 Product Supplement ARN-1, dated June 6, 2007, incorporated by reference from Registrant's filing pursuant to Rule 424(b) on June 6, 2007.
  - 99.15 Product Supplement ARN-2, dated September 25, 2007, incorporated by reference from Registrant's filing pursuant to Rule 424(b) on September 25, 2007.
  - 99.16 Product Supplement ARN-3, dated September 28, 2007, incorporated by reference from Registrant's filing pursuant to Rule 424(b) on September 28, 2007.
  - 99.17 Product Supplement ARN-4, dated November 27, 2007, incorporated by reference from Registrant's filing pursuant to Rule 424(b) on November 27, 2007.
  - 99.18 Product Supplement ARNB-2, dated September 26, 2007, incorporated by reference from Registrant's filing pursuant to Rule 424(b) on September 26, 2007.
  - 99.19 Product Supplement ARNB-3, dated October 25, 2007, incorporated by reference from Registrant's filing pursuant to Rule 424(b) on October 25, 2007.
  - 99.20 Product Supplement ARNB-4, dated January 31, 2008, incorporated by reference from Registrant's filing pursuant to Rule 424(b) on January 31, 2008.
  - 99.21 Product Supplement LIRN-4, dated March 27, 2008, incorporated by reference from Registrant's filing pursuant to Rule 424(b) on March 27, 2008.
  - 99.22 Product Supplement STRIDES-1, dated August 20, 2007, incorporated by reference from Registrant's filing pursuant to Rule 424(b) on August 20, 2007.
  - 99.23 Product Supplement STRIDES-2, dated November 9, 2007, incorporated by reference from Registrant's filing pursuant to Rule 424(b) on November 9, 2007.

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- 99.24 Product Supplement STEPS-1, dated April 29, 2008, incorporated by reference from Registrant's filing pursuant to Rule 424(b) on April 29, 2008.
- 99.25 Product Supplement STR-1, dated September 28, 2007, incorporated by reference from Registrant's filing pursuant to Rule 424(b) on September 28, 2007.
- 99.26 Product Supplement STR-2, dated November 6, 2007, incorporated by reference from Registrant's filing pursuant to Rule 424(b) on November 6, 2007.
- 99.27 Term Sheet, dated August 29, 2007, relating to the Accelerated Return Notes<sup>SM</sup> Linked to the S&P 500<sup>®</sup> Index due November 26, 2008, incorporated by reference to the Registrant's filing pursuant to Rule 424(b) on September 6, 2007.
- 99.28 Form of Note relating to the Accelerated Return Notes<sup>SM</sup> Linked to the S&P 500<sup>®</sup> Index due November 26, 2008, incorporated by reference to the Registrant's Registration Statement on Form 8-A, dated August 29, 2007, filed on August 30, 2007.
- 99.29 Term Sheet, dated August 27, 2007, relating to the 12% Callable STock Return Income DEbt Securities<sup>SM</sup> due September 4, 2009 payable on the maturity date with Apple Inc. common stock, incorporated by reference to the Registrant's filing pursuant to Rule 424(b) on September 4, 2007.
- 99.30 Form of Note relating to the 12% Callable STock Return Income DEbt Securities<sup>SM</sup> due September 4, 2009 payable on the maturity date with Apple Inc. common stock, incorporated by reference to the Registrant's Registration Statement on Form 8-A, dated August 27, 2007, filed on August 28, 2007.
- 99.31 Supplement, dated June 20, 2008, relating to the STEP Income Securities<sup>SM</sup> Due June 25, 2009 Linked to the common stock of Apple Inc., incorporated by reference to the Registrant's filing pursuant to Rule 424(b) on June 20, 2008.
- 99.32 Term Sheet, dated June 11, 2008, relating to the STEP Income Securities<sup>SM</sup> Due June 25, 2009 Linked to the common stock of Apple Inc., incorporated by reference to the Registrant's filing pursuant to Rule 424(b) on June 18, 2008.
- 99.33 Form of Note relating to the STEP Income Securities<sup>SM</sup> Due June 25, 2009 Linked to the common stock of Apple Inc., incorporated by reference to the Registrant's Registration Statement on Form 8-A, dated June 11, 2008, filed on June 12, 2008.
- 99.34 Term Sheet, dated July 30, 2008, relating to the Bear Market Strategic Accelerated Redemption Securities<sup>SM</sup> Linked to the S&P Small Cap Regional Banks Index due February 2, 2010, incorporated by reference to the Registrant's filing pursuant to Rule 424(b) on August 6, 2008.
- 99.35 Form of Note relating to the Bear Market Strategic Accelerated Redemption Securities<sup>SM</sup> Linked to the S&P Small Cap Regional Banks Index due February 2, 2010, incorporated by reference to the Registrant's Registration Statement on Form 8-A, dated July 31, 2008, filed on August 1, 2008.

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- 99.36 Term Sheet, dated July 30, 2008, relating to the Accelerated Return Bear Market Notes Linked to the Russell 3000<sup>®</sup> Index due October 2, 2009, incorporated by reference to the Registrant's filing pursuant to Rule 424(b) on August 6, 2008.
- 99.37 Form of Note relating to the Accelerated Return Bear Market Notes Linked to the Russell 3000<sup>®</sup> Index due October 2, 2009, incorporated by reference to the Registrant's Registration Statement on Form 8-A, dated July 31, 2008, filed on August 1, 2008.
- 99.38 Term Sheet, dated June 10, 2008, relating to the Bear Market Strategic Accelerated Redemption Securities<sup>SM</sup> Linked to the Consumer Discretionary Select Sector Index due December 28, 2009, incorporated by reference to the Registrant's filing pursuant to Rule 424(b) on June 17, 2008.
- 99.39 Form of Note relating to the Bear Market Strategic Accelerated Redemption Securities<sup>SM</sup> Linked to the Consumer Discretionary Select Sector Index due December 28, 2009, incorporated by reference to the Registrant's Registration Statement on Form 8-A, dated June 10, 2008, filed on June 11, 2008.
- 99.40 Term Sheet, dated November 1, 2007, relating to the Accelerated Return Bear Market Notes Linked to the Russell 3000<sup>®</sup> Index due January 21, 2009, incorporated by reference to the Registrant's filing pursuant to Rule 424(b) on November 8, 2007.
- 99.41 Form of Note relating to the Accelerated Return Bear Market Notes Linked to the Russell 3000<sup>®</sup> Index due January 21, 2009, incorporated by reference to the Registrant's Registration Statement on Form 8-A, dated November 1, 2007, filed on November 2, 2007.
- 99.42 Pricing Supplement, dated February 28, 2007, relating to the 9% Callable Stock Return Income Debt Securities<sup>SM</sup> due March 5, 2009 payable on the maturity date with Best Buy Co., Inc. common stock, incorporated by reference to the Registrant's filing pursuant to Rule 424(b) on March 5, 2007.
- 99.43 Form of Note relating to the 9% Callable Stock Return Income Debt Securities<sup>SM</sup> due March 5, 2009 payable on the maturity date with Best Buy Co., Inc. common stock, incorporated by reference to the Registrant's Registration Statement on Form 8-A, February 28, 2007, filed on March 1, 2007.
- 99.44 Term Sheet, dated June 26, 2008, relating to the Capped Leveraged Index Return Notes<sup>®</sup> Linked to the MSCI Brazil Index<sup>SM</sup> due January 20, 2010, incorporated by reference to the Registrant's filing pursuant to Rule 424(b) on July 3, 2008.
- 99.45 Form of Note relating to the Capped Leveraged Index Return Notes<sup>®</sup> Linked to the MSCI Brazil Index<sup>SM</sup> due January 20, 2010, incorporated by reference to the Registrant's Registration Statement on Form 8-A, dated June 27, 2008, filed on June 30, 2008.

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- 99.46 Term Sheet, dated February 28, 2008, relating to the Accelerated Return Notes<sup>SM</sup> Linked to the MSCI Brazil Index<sup>SM</sup> Due May 5, 2009, incorporated by reference to the Registrant's filing pursuant to Rule 424(b) on March 6, 2008.
- 99.47 Form of Note relating to the Accelerated Return Notes<sup>SM</sup> Linked to the MSCI Brazil Index<sup>SM</sup> Due May 5, 2009, incorporated by reference to the Registrant's Registration Statement on Form 8-A, dated February 28, 2008, filed on February 29, 2008.
- 99.48 Pricing Supplement, dated November 2, 2005, relating to the 8% Monthly Income Strategic Return Notes<sup>®</sup> Linked to the CBOE DJIA BuyWrite Index due November 9, 2010, incorporated by reference to the Registrant's filing pursuant to Rule 424(b) on November 9, 2005.
- 99.49 Form of Note relating to the 8% Monthly Income Strategic Return Notes<sup>®</sup> Linked to the CBOE DJIA BuyWrite Index due November 9, 2010, incorporated by reference to the Registrant's Registration Statement on Form 8-A, dated November 3, 2005, filed on November 3, 2005.
- 99.50 Pricing Supplement, dated June 1, 2005, relating to the 8% Monthly Income Strategic Return Notes<sup>®</sup> Linked to the CBOE S&P 500<sup>®</sup> BuyWrite Index due June 7, 2010, incorporated by reference to the Registrant's filing pursuant to Rule 424(b) on June 6, 2005.
- 99.51 Form of Note relating to the 8% Monthly Income Strategic Return Notes<sup>®</sup> Linked to the CBOE S&P 500<sup>®</sup> BuyWrite Index due June 7, 2010, incorporated by reference to the Registrant's Registration Statement on Form 8-A, dated June 3, 2005, filed on June 3, 2005.
- 99.52 Term Sheet, dated February 28, 2008, relating to the 10% Callable STock Return Income DEbt Securities<sup>SM</sup> Due March 6, 2009 Payable on the stated maturity date with The Boeing Company common stock, incorporated by reference to the Registrant's filing pursuant to Rule 424(b) on March 6, 2008.
- 99.53 Form of Note relating to the 10% Callable STock Return Income DEbt Securities<sup>SM</sup> Due March 6, 2009 Payable on the stated maturity date with The Boeing Company common stock, incorporated by reference to the Registrant's Registration Statement on Form 8-A, dated February 28, 2008, filed on February 29, 2008.
- 99.54 Pricing Supplement, dated December 28, 2005, relating to the 8% Monthly Income Strategic Return Notes<sup>®</sup> Linked to the CBOE S&P 500 BuyWrite Index due January 3, 2011, incorporated by reference to the Registrant's filing pursuant to Rule 424(b) on January 3, 2006.
- 99.55 Form of Note relating to the 8% Monthly Income Strategic Return Notes<sup>®</sup> Linked to the CBOE S&P 500 BuyWrite Index due January 3, 2011, incorporated by reference to the Registrant's Registration Statement on Form 8-A, dated December 28, 2005, filed on December 29, 2005.

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- 99.56 Term Sheet, dated April 21, 2008, relating to the 11% Callable STock Return Income DEbt Securities<sup>SM</sup> Due April 28, 2009 payable on the maturity date with Cisco Systems, Inc. common stock, incorporated by reference to the Registrant's filing pursuant to Rule 424(b) on April 28, 2008.
- 99.57 Form of Note relating to the 11% Callable STock Return Income DEbt Securities<sup>SM</sup> Due April 28, 2009 payable on the maturity date with Cisco Systems, Inc. common stock, incorporated by reference to the Registrant's Registration Statement on Form 8-A, dated April 21, 2008, filed on April 22, 2008.
- 99.58 Term Sheet, dated June 25, 2008, relating to the Strategic Accelerated Redemption Securities<sup>SM</sup> Linked to the Dow Jones Industrial Average<sup>SM</sup> due July 7, 2010, incorporated by reference to the Registrant's filing pursuant to Rule 424(b) on July 2, 2008.
- 99.59 Form of Note relating to the Strategic Accelerated Redemption Securities<sup>SM</sup> Linked to the Dow Jones Industrial Average<sup>SM</sup> due July 7, 2010, incorporated by reference to the Registrant's Registration Statement on Form 8-A, dated June 26, 2008, filed on June 26, 2008.
- 99.60 Term Sheet, dated March 26, 2008, relating to the STrategic Accelerated Redemption Securities<sup>SM</sup> Linked to the Dow Jones Industrial Average<sup>SM</sup> Due April 2, 2010, incorporated by reference to the Registrant's filing pursuant to Rule 424(b) on April 2, 2008.
- 99.61 Form of Note relating to the STrategic Accelerated Redemption Securities<sup>SM</sup> Linked to the Dow Jones Industrial Average<sup>SM</sup> Due April 2, 2010, incorporated by reference to the Registrant's Registration Statement on Form 8-A, dated March 26, 2008, filed on March 27, 2008.
- 99.62 Term Sheet, dated November 1, 2007, relating to the STrategic Accelerated Redemption Securities<sup>SM</sup> Linked to the Dow Jones EURO STOXX 50<sup>SM</sup> Index Due November 9, 2009, incorporated by reference to the Registrant's filing pursuant to Rule 424(b) on November 8, 2007.
- 99.63 Form of Note relating to the STrategic Accelerated Redemption Securities<sup>SM</sup> Linked to the Dow Jones EURO STOXX 50<sup>SM</sup> Index Due November 9, 2009, incorporated by reference to the Registrant's Registration Statement on Form 8-A, dated November 1, 2007, filed on November 2, 2007.
- 99.64 Term Sheet, dated November 28, 2007, relating to the Accelerated Return Notes<sup>SM</sup> Linked to the Dow Jones Industrial Average<sup>SM</sup> Due February 5, 2009, incorporated by reference to the Registrant's filing pursuant to Rule 424(b) on December 5, 2007.
- 99.65 Form of Note relating to the Accelerated Return Notes<sup>SM</sup> Linked to the Dow Jones Industrial Average<sup>SM</sup> Due February 5, 2009, incorporated by reference to the Registrant's



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- Registration Statement on Form 8-A, dated November 28, 2007, filed on November 29, 2007.
- 99.66 Term Sheet, dated November 1, 2007, relating to the Accelerated Return Notes<sup>SM</sup> Linked to the PHLX Semiconductor Sector<sup>SM</sup> Due January 21, 2009, incorporated by reference to the Registrant's filing pursuant to Rule 424(b) on November 8, 2007.
- 99.67 Form of Note relating to the Accelerated Return Notes<sup>SM</sup> Linked to the PHLX Semiconductor Sector<sup>SM</sup> Due January 21, 2009, incorporated by reference to the Registrant's Registration Statement on Form 8-A, dated November 1, 2007, filed on November 2, 2007.
- 99.68 Term Sheet, dated September 27, 2007, relating to the Accelerated Return Notes<sup>SM</sup> Linked to the MSCI EAFE Index<sup>®</sup> Due December 4, 2008, incorporated by reference to the Registrant's filing pursuant to Rule 424(b) on October 4, 2007.
- 99.69 Form of Note relating to the Accelerated Return Notes<sup>SM</sup> Linked to the MSCI EAFE Index<sup>®</sup> Due December 4, 2008, incorporated by reference to the Registrant's Registration Statement on Form 8-A, dated September 27, 2007, filed on September 28, 2007.
- 99.70 Term Sheet, dated June 26, 2008, relating to the STEP Income Securities<sup>SM</sup> Due July 14, 2009 Linked to the common stock of Freeport-McMoRan Copper & Gold Inc., incorporated by reference to the Registrant's filing pursuant to Rule 424(b) on July 3, 2008.
- 99.71 Form of Note relating to the STEP Income Securities<sup>SM</sup> Due July 14, 2009 Linked to the common stock of Freeport-McMoRan Copper & Gold Inc., incorporated by reference to the Registrant's Registration Statement on Form 8-A, dated June 26, 2008, filed on June 27, 2008.
- 99.72 Pricing Supplement, dated August 2, 2007, relating to the 100% Principal Protected Global Currency Basket Notes due February 9, 2009, incorporated by reference to the Registrant's filing pursuant to Rule 424(b) on August 9, 2007.
- 99.73 Form of Note relating to the 100% Principal Protected Global Currency Basket Notes due February 9, 2009, incorporated by reference to the Registrant's Registration Statement on Form 8-A, dated August 2, 2007, filed on August 3, 2007.
- 99.74 Term Sheet, dated September 26, 2007, relating to the Accelerated Return Notes<sup>SM</sup> Linked to the PHLX Gold & Silver Sector<sup>SM</sup> Index Due December 3, 2008, incorporated by reference to the Registrant's filing pursuant to Rule 424(b) on October 3, 2007.
- 99.75 Form of Note relating to the Accelerated Return Notes<sup>SM</sup> Linked to the PHLX Gold & Silver Sector<sup>SM</sup> Index Due December 3, 2008, incorporated by reference to the Registrant's Registration Statement on Form 8-A, dated September 26, 2007, filed on September 27, 2007.

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- 99.76 Term Sheet, dated February 20, 2008, relating to the 9% Callable STock Return Income DEbt Securities<sup>SM</sup> Due March 1, 2010 Payable on the stated maturity date with Google Inc. common stock, incorporated by reference to the Registrant's filing pursuant to Rule 424(b) on February 27, 2008.
- 99.77 Form of Note relating to the 9% Callable STock Return Income DEbt Securities<sup>SM</sup> Due March 1, 2010 Payable on the stated maturity date with Google Inc. common stock, incorporated by reference to the Registrant's Registration Statement on Form 8-A, dated February 20, 2008, filed on February 21, 2008.
- 99.78 Term Sheet, dated September 27, 2007, relating to the Accelerated Return Notes<sup>SM</sup> Linked to the Russell 1000 Growth<sup>®</sup> Index Due December 4, 2008, incorporated by reference to the Registrant's filing pursuant to Rule 424(b) on October 4, 2007.
- 99.79 Form of Note relating to the Accelerated Return Notes<sup>SM</sup> Linked to the Russell 1000 Growth<sup>®</sup> Index Due December 4, 2008, incorporated by reference to the Registrant's Registration Statement on Form 8-A, dated September 27, 2007, filed on September 28, 2007.
- 99.80 Term Sheet, dated October 30, 2007, relating to the Accelerated Return Notes<sup>SM</sup> Linked to the PHLX Gold and Silver Sector<sup>SM</sup> Index Due January 16, 2009, incorporated by reference to the Registrant's filing pursuant to Rule 424(b) on November 6, 2007.
- 99.81 Form of Note relating to the Accelerated Return Notes<sup>SM</sup> Linked to the PHLX Gold and Silver Sector<sup>SM</sup> Index Due January 16, 2009, incorporated by reference to the Registrant's Registration Statement on Form 8-A, dated October 30, 2007, filed on October 31, 2007.
- 99.82 Term Sheet, dated May 1, 2008, relating to the Bear Market Strategic Accelerated Redemption Securities<sup>SM</sup> Linked to the PHLX Housing Sector<sup>SM</sup> Index due November 3, 2009, incorporated by reference to the Registrant's filing pursuant to Rule 424(b) on May 8, 2008.
- 99.83 Form of Note relating to the Bear Market Strategic Accelerated Redemption Securities<sup>SM</sup> Linked to the PHLX Housing Sector<sup>SM</sup> Index due November 3, 2009, incorporated by reference to the Registrant's Registration Statement on Form 8-A, dated May 1, 2008, filed on May 2, 2008.
- 99.84 Pricing Supplement, dated October 31, 2007, relating to the Strategic Return Notes<sup>®</sup> Linked to the Merrill Lynch Factor Mode<sup>FM</sup> due November 7, 2012, incorporated by reference to the Registrant's filing pursuant to Rule 424(b) on November 7, 2007.
- 99.85 Form of Note relating to the Strategic Return Notes<sup>®</sup> Linked to the Merrill Lynch Factor Mode<sup>FM</sup> due November 7, 2012, incorporated by reference to the Registrant's Registration Statement on Form 8-A, dated October 31, 2007, filed on November 1, 2007.

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- 99.86 Term Sheet, dated January 31, 2008, relating to the 11% Callable STock Return Income DEbt Securities<sup>SM</sup> Due February 8, 2010 payable on the stated maturity date with The Home Depot, Inc. common stock, incorporated by reference to the Registrant's filing pursuant to Rule 424(b) on February 7, 2008.
- 99.87 Form of Note relating to the 11% Callable STock Return Income DEbt Securities<sup>SM</sup> Due February 8, 2010 payable on the stated maturity date with The Home Depot, Inc. common stock, incorporated by reference to the Registrant's Registration Statement on Form 8-A, dated January 31, 2008, filed on February 1, 2008.
- 99.88 Term Sheet, dated March 26, 2008, relating to the Accelerated Return Notes<sup>SM</sup> Linked to the Health Care Select Sector Index Due June 2, 2009, incorporated by reference to the Registrant's filing pursuant to Rule 424(b) on April 2, 2008.
- 99.89 Form of Note relating to the Accelerated Return Notes<sup>SM</sup> Linked to the Health Care Select Sector Index Due June 2, 2009, incorporated by reference to the Registrant's Registration Statement on Form 8-A, dated March 26, 2008, filed on March 27, 2008.
- 99.90 Term Sheet, dated May 1, 2008, relating to the Accelerated Return Bear Market Notes Linked to the Energy Select Sector Index due June 29, 2009, incorporated by reference to the Registrant's filing pursuant to Rule 424(b) on May 8, 2008.
- 99.91 Form of Note relating to the Accelerated Return Bear Market Notes Linked to the Energy Select Sector Index due June 29, 2009, incorporated by reference to the Registrant's Registration Statement on Form 8-A, dated May 1, 2008, filed on May 2, 2008.
- 99.92 Term Sheet, dated February 27, 2008, relating to the Accelerated Return Bear Market Notes Linked to the Energy Select Sector Index due May 5, 2009, incorporated by reference to the Registrant's filing pursuant to Rule 424(b) on March 5, 2008.
- 99.93 Form of Note relating to the Accelerated Return Bear Market Notes Linked to the Energy Select Sector Index due May 5, 2009, incorporated by reference to the Registrant's Registration Statement on Form 8-A, dated February 27, 2008, filed on February 28, 2008.
- 99.94 Pricing Supplement, dated August 2, 2005, relating to the Strategic Return Notes<sup>®</sup> Linked to the Industrial 15 Index due August 9, 2010, incorporated by reference to the Registrant's filing pursuant to Rule 424(b) on August 8, 2005.
- 99.95 Form of Note relating to the Strategic Return Notes<sup>®</sup> Linked to the Industrial 15 Index due August 9, 2010, incorporated by reference to the Registrant's Registration Statement on Form 8-A, dated August 2, 2005, filed on August 3, 2005.
- 99.96 Term Sheet, dated June 11, 2008, relating to the Accelerated Return Notes<sup>SM</sup> Linked to the MSCI EAFE<sup>®</sup> Index Due August 27, 2009, incorporated by reference to the Registrant's filing pursuant to Rule 424(b) on June 18, 2008.

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- 99.97 Form of Note relating to the Accelerated Return Notes<sup>SM</sup> Linked to the MSCI EAFE<sup>®</sup> Index Due August 27, 2009, incorporated by reference to the Registrant's Registration Statement on Form 8-A, dated June 11, 2008, filed on June 12, 2008.
- 99.98 Prospectus Supplement, dated April 30, 2002, relating to the Callable Market Index Target-Term Securities<sup>®</sup> due May 4, 2009 Linked to the S&P 500<sup>®</sup> Index, incorporated by reference to the Registrant's filing pursuant to Rule 424(b) on May 2, 2002.
- 99.99 Form of Note relating to the Callable Market Index Target-Term Securities<sup>®</sup> due May 4, 2009 Linked to the S&P 500<sup>®</sup> Index, incorporated by reference to the Registrant's Registration Statement on Form 8-A, dated April 30, 2002, filed on April 30, 2002.
- 99.100 Pricing Supplement, dated August 30, 2006, relating to the Strategic Return Notes<sup>®</sup> Linked to the Baby Boomer Consumption Index due September 6, 2011, incorporated by reference to the Registrant's filing pursuant to Rule 424(b) on September 6, 2006.
- 99.101 Form of Note relating to the Strategic Return Notes<sup>®</sup> Linked to the Baby Boomer Consumption Index due September 6, 2011, incorporated by reference to the Registrant's Registration Statement on Form 8-A, dated August 30, 2006, filed on August 31, 2006.
- 99.102 Term Sheet, dated November 1, 2007, relating to the Accelerated Return Notes<sup>SM</sup> Linked to the S&P MidCap 400<sup>®</sup> Index Due January 21, 2009, incorporated by reference to the Registrant's filing pursuant to Rule 424(b) on November 8, 2007.
- 99.103 Form of Note relating to the Accelerated Return Notes<sup>SM</sup> Linked to the S&P MidCap 400<sup>®</sup> Index Due January 21, 2009, incorporated by reference to the Registrant's Registration Statement on Form 8-A, dated November 1, 2007, filed on November 2, 2007.
- 99.104 Term Sheet, dated November 29, 2007, relating to the Accelerated Return Notes<sup>SM</sup> Linked to the MSCI EAFE Index<sup>®</sup> Due February 6, 2009, incorporated by reference to the Registrant's filing pursuant to Rule 424(b) on December 6, 2007.
- 99.105 Form of Note relating to the Accelerated Return Notes<sup>SM</sup> Linked to the MSCI EAFE Index<sup>®</sup> Due February 6, 2009, incorporated by reference to the Registrant's Registration Statement on Form 8-A, dated November 29, 2007, filed on November 30, 2007.
- 99.106 Pricing Supplement, dated January 31, 2007, relating to the Strategic Return Notes<sup>®</sup> Linked to the Industrial 15 Index due February 2, 2012, incorporated by reference to the Registrant's filing pursuant to Rule 424(b) on February 2, 2007.
- 99.107 Form of Note relating to the Strategic Return Notes<sup>®</sup> Linked to the Industrial 15 Index due February 2, 2012, incorporated by reference to the Registrant's Registration Statement on Form 8-A, dated January 31, 2007, filed on February 1, 2007.
- 99.108 Term Sheet, dated November 27, 2007, relating to the 9% Callable STock Return Income DEbt Securities<sup>SM</sup> Due December 4, 2009 Payable on the stated maturity date with Exxon

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- Mobil Corporation common stock, incorporated by reference to the Registrant's filing pursuant to Rule 424(b) on December 4, 2007.
- 99.109 Form of Note relating to the 9% Callable Stock Return Income Debt Securities<sup>SM</sup> Due December 4, 2009 Payable on the stated maturity date with Exxon Mobil Corporation common stock, incorporated by reference to the Registrant's Registration Statement on Form 8-A, dated November 27, 2007, filed on November 28, 2007.
- 99.110 Term Sheet, dated July 31, 2008, relating to the Capped Leveraged Index Return Notes<sup>®</sup> Linked to the MSCI Emerging Markets Index<sup>SM</sup> due January 29, 2010, incorporated by reference to the Registrant's filing pursuant to Rule 424(b) on August 8, 2008.
- 99.111 Form of Note relating to the Capped Leveraged Index Return Notes<sup>®</sup> Linked to the MSCI Emerging Markets Index<sup>SM</sup> due January 29, 2010, incorporated by reference to the Registrant's Registration Statement on Form 8-A, dated July 31, 2008, filed on August 5, 2008.
- 99.112 Prospectus Supplement, dated August 1, 2002, relating to the Market Index Target-Term Securities<sup>®</sup> based upon the Dow Jones Industrial Average<sup>SM</sup> due August 7, 2009, incorporated by reference to the Registrant's filing pursuant to Rule 424(b) on August 5, 2002.
- 99.113 Form of Note relating to the Market Index Target-Term Securities<sup>®</sup> based upon the Dow Jones Industrial Average<sup>SM</sup> due August 7, 2009, incorporated by reference to the Registrant's Registration Statement on Form 8-A, dated August 1, 2002, filed on August 1, 2002.
- 99.114 Prospectus Supplement, dated August 29, 2002, relating to the S&P 500<sup>®</sup> Market Index Target-Term Securities<sup>®</sup> due September 4, 2009, incorporated by reference to the Registrant's filing pursuant to Rule 424(b) on September 3, 2002.
- 99.115 Form of Note relating to the S&P 500<sup>®</sup> Market Index Target-Term Securities<sup>®</sup> due September 4, 2009, incorporated by reference to the Registrant's Registration Statement on Form 8-A, dated August 28, 2002, filed on August 28, 2002.
- 99.116 Term Sheet, dated August 5, 2008, relating to the Accelerated Return Notes<sup>SM</sup> Linked to the MSCI EAFE Index<sup>®</sup> due October 5, 2009, incorporated by reference to the Registrant's filing pursuant to Rule 424(b) on August 12, 2008.
- 99.117 Form of Note relating to the Accelerated Return Notes<sup>SM</sup> Linked to the MSCI EAFE Index<sup>®</sup> due October 5, 2009, incorporated by reference to the Registrant's Registration Statement on Form 8-A, dated August 6, 2008, filed on August 6, 2008.
- 99.118 Pricing Supplement, dated December 21, 2006, relating to the Dow Jones EURO STOXX 50<sup>SM</sup> Index Market Index Target-Term Securities<sup>®</sup> due June 28, 2010, incorporated by reference to the Registrant's filing pursuant to Rule 424(b) on December 28, 2006.

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- 99.119 Form of Note relating to the Dow Jones EURO STOXX 50<sup>SM</sup> Index Market Index Target-Term Securities<sup>®</sup> due June 28, 2010, incorporated by reference to the Registrant's Registration Statement on Form 8-A, dated December 22, 2006, filed on December 22, 2006.
- 99.120 Pricing Supplement, dated June 29, 2006, relating to the Strategic Return Notes<sup>®</sup> Linked to the Value 30 Index due July 6, 2011, incorporated by reference to the Registrant's filing pursuant to Rule 424(b) on July 6, 2006.
- 99.121 Form of Note relating to the Strategic Return Notes<sup>®</sup> Linked to the Value 30 Index due July 6, 2011, incorporated by reference to the Registrant's Registration Statement on Form 8-A, dated June 29, 2006, filed on June 30, 2006.
- 99.122 Prospectus Supplement, dated June 25, 2002, relating to the S&P 500<sup>®</sup> Market Index Target-Term Securities<sup>®</sup> due June 29, 2009, incorporated by reference to the Registrant's filing pursuant to Rule 424(b) on June 27, 2002.
- 99.123 Form of Note relating to the S&P 500<sup>®</sup> Market Index Target-Term Securities<sup>®</sup> due June 29, 2009, incorporated by reference to the Registrant's Registration Statement on Form 8-A, dated June 25, 2002, filed on June 25, 2002.
- 99.124 Prospectus Supplement, dated March 25, 2002, relating to the Nikkei 225 Market Index Target-Term Securities<sup>®</sup> due March 30, 2009, incorporated by reference to the Registrant's filing pursuant to Rule 424(b) on March 27, 2002.
- 99.125 Form of Note relating to the Nikkei 225 Market Index Target-Term Securities<sup>®</sup> due March 30, 2009, incorporated by reference to the Registrant's Registration Statement on Form 8-A, dated March 25, 2002, filed on March 25, 2002.
- 99.126 Pricing Supplement, dated September 28, 2006, relating to the Nikkei 225 Market Index Target-Term Securities<sup>®</sup> due April 5, 2010, incorporated by reference to the Registrant's filing pursuant to Rule 424(b) on October 5, 2006.
- 99.127 Form of Note relating to the Nikkei 225 Market Index Target-Term Securities<sup>®</sup> due April 5, 2010, incorporated by reference to the Registrant's Registration Statement on Form 8-A, dated September 28, 2006, filed on September 29, 2006.
- 99.128 Pricing Supplement, dated March 1, 2007, relating to the Strategic Return Notes<sup>®</sup> Linked to the Select Ten Index due March 8, 2012, incorporated by reference to the Registrant's filing pursuant to Rule 424(b) on March 8, 2007.
- 99.129 Form of Note relating to the Strategic Return Notes<sup>®</sup> Linked to the Select Ten Index due March 8, 2012, incorporated by reference to the Registrant's Registration Statement on Form 8-A, dated March 1, 2007, filed on March 2, 2007.
- 99.130 Pricing Supplement, dated August 1, 2006, relating to the Strategic Return Notes<sup>®</sup> Linked to the Value 30 Index due August 8, 2011, incorporated by reference to the Registrant's filing pursuant to Rule 424(b) on August 7, 2006.

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- 99.131 Form of Note relating to the Strategic Return Notes<sup>®</sup> Linked to the Value 30 Index due August 8, 2011, incorporated by reference to the Registrant's Registration Statement on Form 8-A, dated August 1, 2006, filed on August 2, 2006.
- 99.132 Term Sheet, dated February 26, 2008, relating to the Accelerated Return Notes<sup>SM</sup> Linked to the MSCI EAFE<sup>®</sup> Index Due May 4, 2009, incorporated by reference to the Registrant's filing pursuant to Rule 424(b) on March 4, 2008.
- 99.133 Form of Note relating to the Accelerated Return Notes<sup>SM</sup> Linked to the MSCI EAFE<sup>®</sup> Index Due May 4, 2009, incorporated by reference to the Registrant's Registration Statement on Form 8-A, dated February 26, 2008, filed on February 27, 2008.
- 99.134 Pricing Supplement, dated November 29, 2007, relating to the Strategic Return Notes<sup>®</sup> Linked to the Merrill Lynch Factor Mode<sup>SM</sup> due December 6, 2012, incorporated by reference to the Registrant's filing pursuant to Rule 424(b) on December 6, 2007.
- 99.135 Form of Note relating to the Strategic Return Notes<sup>®</sup> Linked to the Merrill Lynch Factor Mode<sup>SM</sup> due December 6, 2012, incorporated by reference to the Registrant's Registration Statement on Form 8-A, dated November 29, 2007, filed on November 30, 2007.
- 99.136 Term Sheet, dated March 18, 2008, relating to the 12% Callable STock Return Income DEbt Securitie<sup>SM</sup> due March 26, 2010 payable on the stated maturity date with Monsanto Company common stock, incorporated by reference to the Registrant's filing pursuant to Rule 424(b) on March 25, 2008.
- 99.137 Form of Note relating to the 12% Callable STock Return Income DEbt Securitie<sup>SM</sup> due March 26, 2010 payable on the stated maturity date with Monsanto Company common stock, incorporated by reference to the Registrant's Registration Statement on Form 8-A, dated March 18, 2008, filed on March 19, 2008.
- 99.138 Term Sheet, dated July 31, 2008, relating to the STEP Income Securities<sup>SM</sup> Due August 17, 2009 linked to the common stock of Monsanto Company, incorporated by reference to the Registrant's filing pursuant to Rule 424(b) on August 8, 2008.
- 99.139 Form of Note relating to the STEP Income Securities<sup>SM</sup> Due August 17, 2009 linked to the common stock of Monsanto Company, incorporated by reference to the Registrant's Registration Statement on Form 8-A, dated July 31, 2008, filed on August 5, 2008.
- 99.140 Pricing Supplement, dated December 1, 2005, relating to the Nikkei 225<sup>®</sup> Market Index Target-Term Securities<sup>®</sup> due June 5, 2009, incorporated by reference to the Registrant's filing pursuant to Rule 424(b) on December 8, 2005.
- 99.141 Form of Note relating to the Nikkei 225<sup>®</sup> Market Index Target-Term Securities<sup>®</sup> due June 5, 2009, incorporated by reference to the Registrant's Registration Statement on Form 8-A, dated December 1, 2005, filed on December 2, 2005.

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- 99.142 Pricing Supplement, dated March 2, 2006, relating to the 50/150 Nikkei 225<sup>®</sup> Index Notes due October 7, 2009, incorporated by reference to the Registrant's filing pursuant to Rule 424(b) on March 7, 2006.
- 99.143 Form of Note relating to the 50/150 Nikkei 225<sup>®</sup> Index Notes due October 7, 2009, incorporated by reference to the Registrant's Registration Statement on Form 8-A, dated March 2, 2006, filed on March 2, 2006.
- 99.144 Term Sheet, dated January 30, 2008, relating to the Accelerated Return Notes<sup>SM</sup> Linked to the S&P 500<sup>®</sup> Index Due April 6, 2009, incorporated by reference to the Registrant's filing pursuant to Rule 424(b) on February 6, 2008.
- 99.145 Form of Note relating to the Accelerated Return Notes<sup>SM</sup> Linked to the S&P 500<sup>®</sup> Index Due April 6, 2009, incorporated by reference to the Registrant's Registration Statement on Form 8-A, dated January 30, 2008, filed on January 31, 2008.
- 99.146 Term Sheet, dated May 1, 2008, relating to the Accelerated Return Notes<sup>SM</sup> Linked to the Nikkei 225<sup>®</sup> Index Due June 26, 2009, incorporated by reference to the Registrant's filing pursuant to Rule 424(b) on May 8, 2008.
- 99.147 Form of Note relating to the Accelerated Return Notes<sup>SM</sup> Linked to the Nikkei 225<sup>®</sup> Index Due June 26, 2009, incorporated by reference to the Registrant's Registration Statement on Form 8-A, dated May 1, 2008, filed on May 1, 2008.
- 99.148 Term Sheet, dated May 20, 2008, relating to the STEP Income Securities<sup>SM</sup> Due June 4, 2009 Linked to the common stock of Qualcomm Incorporated, incorporated by reference to the Registrant's filing pursuant to Rule 424(b) on May 28, 2008.
- 99.149 Form of Note relating to the STEP Income Securities<sup>SM</sup> Due June 4, 2009 Linked to the common stock of Qualcomm Incorporated, incorporated by reference to the Registrant's Registration Statement on Form 8-A, dated May 21, 2008, filed on May 22, 2008.
- 99.150 Term Sheet, dated March 26, 2008, relating to the STrategic Accelerated Redemption Securities<sup>SM</sup> Linked to the Russell 2000<sup>®</sup> Index Due April 2, 2010, incorporated by reference to the Registrant's filing pursuant to Rule 424(b) on April 2, 2008.
- 99.151 Form of Note relating to the STrategic Accelerated Redemption Securities<sup>SM</sup> Linked to the Russell 2000<sup>®</sup> Index Due April 2, 2010, incorporated by reference to the Registrant's Registration Statement on Form 8-A, dated March 26, 2008, filed on March 27, 2008.
- 99.152 Term Sheet, dated June 25, 2008, relating to the Capped Leveraged Index Return Notes<sup>®</sup> Linked to the Russell 2000<sup>®</sup> Index due January 20, 2010, incorporated by reference to the Registrant's filing pursuant to Rule 424(b) on July 2, 2008.
- 99.153 Form of Note relating to the Capped Leveraged Index Return Notes<sup>®</sup> Linked to the Russell 2000<sup>®</sup> Index due January 20, 2010, incorporated by reference to the Registrant's Registration Statement on Form 8-A, dated June 26, 2008, filed on June 26, 2008.



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- 99.154 Term Sheet, dated May 1, 2008, relating to the Capped Leveraged Index Return Notes<sup>®</sup> Linked to the Russell 2000<sup>®</sup> Index Due October 30, 2009, incorporated by reference to the Registrant's filing pursuant to Rule 424(b) on May 8, 2008.
- 99.155 Form of Note relating to the Capped Leveraged Index Return Notes<sup>®</sup> Linked to the Russell 2000<sup>®</sup> Index Due October 30, 2009, incorporated by reference to the Registrant's Registration Statement on Form 8-A, dated May 1, 2008, filed on May 2, 2008.
- 99.156 Prospectus Supplement, dated March 25, 2002, relating to the Market Index Target-Term Securities<sup>®</sup> based upon the Russell 2000<sup>®</sup> Index due March 30, 2009, incorporated by reference to the Registrant's filing pursuant to Rule 424(b) on March 27, 2002.
- 99.157 Form of Note relating to the Market Index Target-Term Securities<sup>®</sup> based upon the Russell 2000<sup>®</sup> Index due March 30, 2009, incorporated by reference to the Registrant's Registration Statement on Form 8-A, dated March 25, 2002, filed on March 25, 2002.
- 99.158 Pricing Supplement, dated May 3, 2007, relating to the Strategic Return Notes<sup>®</sup> Linked to the Select Ten Index due May 10, 2012, incorporated by reference to the Registrant's filing pursuant to Rule 424(b) on May 10, 2007.
- 99.159 Form of Note relating to the Strategic Return Notes<sup>®</sup> Linked to the Select Ten Index due May 10, 2012, incorporated by reference to the Registrant's Registration Statement on Form 8-A, dated May 3, 2007, filed on May 4, 2007.
- 99.160 Pricing Supplement, dated November 1, 2006, relating to the Strategic Return Notes<sup>®</sup> Linked to the Select Ten Index due November 8, 2011, incorporated by reference to the Registrant's filing pursuant to Rule 424(b) on November 8, 2006.
- 99.161 Form of Note relating to the Strategic Return Notes<sup>®</sup> Linked to the Select Ten Index due November 8, 2011, incorporated by reference to the Registrant's Registration Statement on Form 8-A, dated November 1, 2006, filed on November 2, 2006.
- 99.162 Term Sheet, dated November 1, 2007, relating to the Accelerated Return Notes<sup>SM</sup> Linked to the S&P 100<sup>®</sup> Index Due January 21, 2009, incorporated by reference to the Registrant's filing pursuant to Rule 424(b) on November 8, 2007.
- 99.163 Form of Note relating to the Accelerated Return Notes<sup>SM</sup> Linked to the S&P 100<sup>®</sup> Index Due January 21, 2009, incorporated by reference to the Registrant's Registration Statement on Form 8-A, dated November 1, 2007, filed on November 2, 2007.
- 99.164 Term Sheet, dated November 28, 2007, relating to the Accelerated Return Bear Market Notes Linked to the Russell 2000<sup>®</sup> Index Due February 5, 2009, incorporated by reference to the Registrant's filing pursuant to Rule 424(b) on December 5, 2007.
- 99.165 Form of Note relating to the Accelerated Return Bear Market Notes Linked to the Russell 2000<sup>®</sup> Index Due February 5, 2009, incorporated by reference to the Registrant's Registration Statement on Form 8-A, dated November 28, 2007, filed on November 29, 2007.

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- 99.166 Term Sheet, dated June 10, 2008, relating to the Accelerated Return Notes<sup>SM</sup> Linked to the S&P 500<sup>®</sup> Index due August 27, 2009, incorporated by reference to the Registrant's filing pursuant to Rule 424(b) on June 17, 2008.
- 99.167 Form of Note relating to the Accelerated Return Notes<sup>SM</sup> Linked to the S&P 500<sup>®</sup> Index due August 27, 2009, incorporated by reference to the Registrant's Registration Statement on Form 8-A, dated June 10, 2008, filed on June 11, 2008.
- 99.168 Term Sheet, dated February 27, 2008, relating to the Strategic Accelerated Redemption Securities<sup>SM</sup> Linked to the S&P 500<sup>®</sup> Index due March 8, 2010, incorporated by reference to the Registrant's filing pursuant to Rule 424(b) on March 5, 2008.
- 99.169 Form of Note relating to the Strategic Accelerated Redemption Securities<sup>SM</sup> Linked to the S&P 500<sup>®</sup> Index due March 8, 2010, incorporated by reference to the Registrant's Registration Statement on Form 8-A, dated February 27, 2008, filed on February 28, 2008.
- 99.170 Term Sheet, dated November 20, 2007, relating to the Strategic Accelerated Redemption Securities<sup>SM</sup> Linked to the S&P 500<sup>®</sup> Index due November 30, 2009, incorporated by reference to the Registrant's filing pursuant to Rule 424(b) on November 28, 2007.
- 99.171 Form of Note relating to the Strategic Accelerated Redemption Securities<sup>SM</sup> Linked to the S&P 500<sup>®</sup> Index due November 30, 2009, incorporated by reference to the Registrant's Registration Statement on Form 8-A, dated November 20, 2007, filed on November 21, 2007.
- 99.172 Term Sheet, dated September 27, 2007, relating to the Accelerated Return Notes<sup>SM</sup> Linked to the S&P 500<sup>®</sup> Index due December 4, 2008, incorporated by reference to the Registrant's filing pursuant to Rule 424(b) on October 4, 2007.
- 99.173 Form of Note relating to the Accelerated Return Notes<sup>SM</sup> Linked to the S&P 500<sup>®</sup> Index due December 4, 2008, incorporated by reference to the Registrant's Registration Statement on Form 8-A, dated September 27, 2007, filed on September 28, 2007.
- 99.174 Prospectus Supplement, dated July 29, 2004, relating to the Strategic Return Notes<sup>®</sup> Linked to the Industrial 15 Index due August 3, 2009, incorporated by reference to the Registrant's filing pursuant to Rule 424(b) on August 2, 2004.
- 99.175 Form of Note relating to the Strategic Return Notes<sup>®</sup> Linked to the Industrial 15 Index due August 3, 2009, incorporated by reference to the Registrant's Registration Statement on Form 8-A, dated July 29, 2004, filed on July 29, 2004.
- 99.176 Term Sheet, dated May 1, 2008, relating to the Strategic Accelerated Redemption Securities<sup>SM</sup> Linked to the S&P 500<sup>®</sup> Index Due May 4, 2010, incorporated by reference to the Registrant's filing pursuant to Rule 424(b) on May 8, 2008.

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- 99.177 Form of Note relating to the Strategic Accelerated Redemption Securities<sup>SM</sup> Linked to the S&P 500<sup>®</sup> Index Due May 4, 2010, incorporated by reference to the Registrant's Registration Statement on Form 8-A, dated May 1, 2008, filed on May 2, 2008.
- 99.178 Term Sheet, dated September 17, 2007, relating to the 9% Callable S<sup>T</sup>ock Return Income DEbt Securities<sup>SM</sup> Due September 24, 2009 Payable on the stated maturity date with Caterpillar Inc. common stock, incorporated by reference to the Registrant's filing pursuant to Rule 424(b) on September 24, 2007.
- 99.179 Form of Note relating to the 9% Callable S<sup>T</sup>ock Return Income DEbt Securities<sup>SM</sup> Due September 24, 2009 Payable on the stated maturity date with Caterpillar Inc. common stock, incorporated by reference to the Registrant's Registration Statement on Form 8-A, dated September 17, 2007, filed on September 18, 2007.
- 99.180 Term Sheet, dated July 30, 2008, relating to the Strategic Accelerated Redemption Securities<sup>SM</sup> Linked to the S&P 500<sup>®</sup> Index Due August 3, 2010, incorporated by reference to the Registrant's filing pursuant to Rule 424(b) on August 6, 2008.
- 99.181 Form of Note relating to the Strategic Accelerated Redemption Securities<sup>SM</sup> Linked to the S&P 500<sup>®</sup> Index Due August 3, 2010, incorporated by reference to the Registrant's Registration Statement on Form 8-A, dated July 31, 2008, filed on August 5, 2008.
- 99.182 Term Sheet, dated June 10, 2008, relating to the Strategic Accelerated Redemption Securities<sup>SM</sup> Linked to the S&P 500<sup>®</sup> Index Due June 25, 2010, incorporated by reference to the Registrant's filing pursuant to Rule 424(b) on June 17, 2008.
- 99.183 Form of Note relating to the Strategic Accelerated Redemption Securities<sup>SM</sup> Linked to the S&P 500<sup>®</sup> Index Due June 25, 2010, incorporated by reference to the Registrant's Registration Statement on Form 8-A, dated June 10, 2008, filed on June 11, 2008.
- 99.184 Pricing Supplement, dated June 28, 2007, relating to the Strategic Return Notes<sup>®</sup> Linked to the Select 10 Index due July 5, 2012, incorporated by reference to the Registrant's filing pursuant to Rule 424(b) on July 3, 2007.
- 99.185 Form of Note relating to the Strategic Return Notes<sup>®</sup> Linked to the Select 10 Index due July 5, 2012, incorporated by reference to the Registrant's Registration Statement on Form 8-A, dated June 28, 2007, filed on June 29, 2007.
- 99.186 Prospectus Supplement, dated February 18, 2004, relating to the Strategic Return Note<sup>®</sup> Linked to the Select Utility Index due February 25, 2009, incorporated by reference to the Registrant's filing pursuant to Rule 424(b) on February 20, 2004.
- 99.187 Form of Note relating to the Strategic Return Notes<sup>®</sup> Linked to the Select Utility Index due February 25, 2009, incorporated by reference to the Registrant's Registration Statement on Form 8-A, dated April 19, 2004, filed on April 19, 2004.

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- 99.188 Prospectus Supplement, dated September 22, 2004, relating to the Strategic Return Notes<sup>®</sup> Linked to the Select Utility Index due September 28, 2009, incorporated by reference to the Registrant's filing pursuant to Rule 424(b) on September 24, 2004.
- 99.189 Form of Note relating to the Strategic Return Notes<sup>®</sup> Linked to the Select Utility Index due September 28, 2009, incorporated by reference to the Registrant's Registration Statement on Form 8-A, dated September 22, 2004, filed on September 22, 2004.
- 99.190 Term Sheet, dated March 26, 2008, relating to the Accelerated Return Notes<sup>SM</sup> Linked to the PHLX Gold and Silver Sector<sup>SM</sup> Index Due June 2, 2009, incorporated by reference to the Registrant's filing pursuant to Rule 424(b) on April 2, 2008.
- 99.191 Form of Note relating to the Accelerated Return Notes<sup>SM</sup> Linked to the PHLX Gold and Silver Sector<sup>SM</sup> Index Due June 2, 2009, incorporated by reference to the Registrant's Registration Statement on Form 8-A, dated March 26, 2008, filed on March 27, 2008.