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OFFICE OF THE SECRETARY August 12, 2002

AUG 13 2002

Jonathan G. Katz
Securities and Exchange Commission
450 Fifth Street, N.W.
Washington, DC 20549

I, G. Michael Lynch, Chief Financial Officer of Federal-Mogul Corporation ("Company"), state and attest that:

(1) To the best of my knowledge, based upon a review of the covered reports of the Company, and, except as corrected or supplemented in a subsequent covered report:

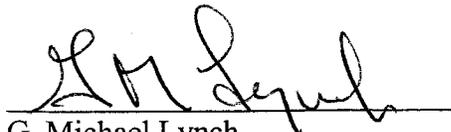
- no covered report contained an untrue statement of a material fact as of the end of the period covered by such report (or in the case of a report on Form 8-K or definitive proxy materials, as of the date on which it was filed); and
- no covered report omitted to state a material fact necessary to make the statements in the covered report, in light of the circumstances under which they were made, not misleading as of the end of the period covered by such report (or in the case of a report on Form 8-K or definitive proxy materials, as of the date on which it was filed).

(2) I have reviewed the contents of this statement with the Company's Audit Committee.

(3) In this statement under oath, each of the following, if filed on or before the date of this statement, is a "covered report":

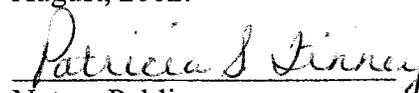
- Annual Report on Form 10-K for the year ended December 31, 2001
- Quarterly Report on Form 10-Q for the quarter ended March 31, 2002
- Quarterly Report on Form 10-Q for the quarter ended June 30, 2002
- Definitive Proxy Statement dated April 15, 2002
- Current Report on Form 8-K dated February 25, 2002
- Current Report on Form 8-K dated July 29, 2002

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G. Michael Lynch
Chief Financial Officer
August 12, 2002

Subscribed and sworn to
before me this 12th day of
August, 2002.


Notary Public

My commission expires:

PATRICIA S. FINNEY
Notary Public, Oakland County, Michigan
My commission expires on July 17, 2003

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