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August 13, 2002

Via Hand Delivery

Securities and Exchange Commission
Judiciary Plaza
450 5th Street, N.W.
Washington, D.C. 20549

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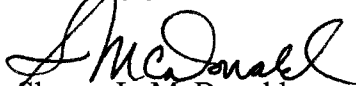
Re: Statement of Principal Executive Officer

Dear Ladies and Gentlemen:

On behalf of KeyCorp, there are enclosed for filing with the Securities and Exchange Commission the original and two copies of the Statement Under Oath of Principal Executive Officer Regarding Facts and Circumstances Relating to Exchange Act Filings for Henry L. Meyer III.

Please acknowledge receipt of the foregoing by stamping the enclosed additional copy of this filing.

Sincerely yours,


Sharon L. McDonald
Legal Assistant

Encl.

cc: N. Malek
H. Meyer

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**STATEMENT UNDER OATH OF PRINCIPAL EXECUTIVE OFFICER
REGARDING FACTS AND CIRCUMSTANCES RELATING TO
EXCHANGE ACT FILINGS**

AUG 13 2002

I, Henry L. Meyer III, state and attest that:

(1) To the best of my knowledge, based upon a review of the covered reports of KeyCorp 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 KeyCorp's Audit and Risk Review 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":

- the 2001 Annual Report on Form 10-K of KeyCorp;
- all reports on Form 10-Q, all reports on Form 8-K and all definitive proxy materials of KeyCorp filed with the Commission subsequent to the filing of the Form 10-K identified above; and
- any amendments to any of the foregoing.

Henry L. Meyer III
 Henry L. Meyer III
 Principal Executive Officer
 August 13, 2002

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Subscribed and sworn
 to before me this 13
 day of August 2002.

Patricia Corpus
 Notary Public

My Commission Expires: 4/29/2004

PATRICIA CORPUS
 Notary Public - State of Ohio
 Cuyahoga County
 My Comm. Expires 4-29-2004