

American Electric Power
1 Riverside Plaza
Columbus, OH 43215 2373

1004



Securities and Exchange Commission
450 Fifth Street, N.W.
Washington, D.C. 20549
Attention: Jonathan G. Katz, Secretary

August 13, 2002

Jeffrey D. Cross
Senior Vice President and
General Counsel
614 223 1580
Fax 614 223 1580
jdcross@aep.com

Re: American Electric Power Company, Inc. Sworn Statements

Dear Mr. Katz:

Pursuant to the June 27, 2002 Order of the Securities and Exchange Commission requiring the filing of sworn statements pursuant to Section 21(a) of the Securities Exchange Act of 1934 (File No. 4-460), enclosed is a sworn statement from Susan Tomasky, Chief Financial Officer of American Electric Power Company, Inc.

Please acknowledge receipt of this letter and the attached statements by stamping and returning the enclosed copy of this letter in the self-addressed stamped envelope provided.

Do not hesitate to contact me should you have any questions.

Very truly yours,

Jeffrey D. Cross

Enclosures

RECEIVED
OFFICE OF THE SECRETARY
AUG 13 2002

**STATEMENT UNDER OATH OF PRINCIPAL FINANCIAL OFFICER
REGARDING FACTS AND CIRCUMSTANCES RELATING TO
1934 SECURITIES EXCHANGE ACT FILINGS**

1004

I, Susan Tomasky, Chief Financial Officer of American Electric Power Company, Inc., state and attest that:

- (1) To the best of my knowledge, based upon a review of the covered reports of American Electric Power Company, Inc., 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 of American Electric Power Company, Inc. for the fiscal year ended December 31, 2001 filed with the Commission; and
 - All reports on Form 10-Q, all reports on Form 8-K and all definitive proxy materials of American Electric Power Company, Inc. filed with the Commission subsequent to the filing of the Form 10-K identified above; and
 - Any amendments to any of the foregoing.

Susan Tomasky
 Susan Tomasky
 Chief Financial Officer

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

RECEIVED
 OFFICE OF THE SECRETARY
 AUG 13 2002

Leslye R. Cress
 Notary Public
 LESLYE R. CRESS
 NOTARY PUBLIC, STATE OF OHIO
 MY COMMISSION EXPIRES 03-17-04