

Jan-08-02 11:06am From-NEW YORK STOCK EXCHANGE
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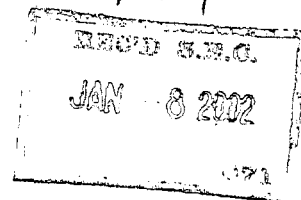
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NYSE



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January 8, 2002

Ms. Krista M. Hughes
Branch Chief
Securities and Exchange Commission
Branch of Filer Support 2
Room 1004 -- STOP/1-4
450 Fifth Street, NW
Judiciary Plaza
Washington, DC 20549

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T **JAN 29 2002**
**THOMSON
FINANCIAL**

Dear Ms. Hughes:

The New York Stock Exchange certifies approval for listing and registration under the Securities Exchange Act of 1934, The Williams Companies, Inc., Income PACS and requests immediate acceleration of registration. Adequate distribution assured. Form 8-A received on January 8, 2002. Tentative listing date – January 9, 2002.

Sincerely,

Paras Madho