

1-10709



Cert AMX

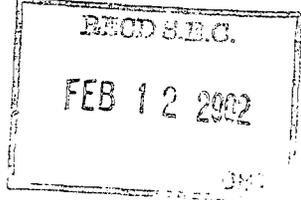
**AMERICAN
STOCK EXCHANGE***
Equities Options ETFs



American Stock Exchange
86 Trinity Place
New York, NY 10006-1872
T 212 306 1000

February 12, 2002

Ms. Krista M. Hughes
Branch Chief
Filer Support 2
Office of Filing Information
Securities and Exchange Commission
Judiciary Plaza
450 Fifth Street, NW
Washington, D.C. 20549



Dear Ms. Hughes:

This is to certify that on February 12, 2002, the American Stock Exchange, LLC (the "Exchange") received from PS Business Parks, Inc. (the "Registrant") a copy of the Registrant's application on Form 8-A for the registration of the following security:

Depository Shares Each Representing
1/1,000 of a Share of 8.750% Cumulative
Preferred Stock, Series F, par value \$.01
per share

PROCESSED
MAR 04 2002
**THOMSON
FINANCIAL**

We further certify that the above described security has been approved by the Exchange for listing and registration.

We understand that the Registrant is seeking immediate acceleration of the effective date of registration, and we hereby join in such request.

Sincerely,

Bryan Fischer
Director
Listing Qualifications

cc: Herbert Scholl