

tel: 212.656.5034  
fax: 212.656.5893  
aaliberti@nyse.com



1-13769-01

May 22, 2002

*cert nys*

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



PROCESSED

MAY 28 2002

THOMSON  
FINANCIAL

Dear Ms. Hughes:

The New York Stock Exchange certifies approval for listing and registration under the Securities Exchange Act of 1934, Chittenden Capital Trust I, 8.00% Capital Securities (and the Guarantee by Chittenden Corporation with respect thereto) and requests immediate acceleration of registration. Adequate distribution assured. Form 8-A received on May 22, 2002. Tentative listing date - Not yet determined.

Sincerely,

*Antonio Calbi*