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April 24, 2002

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REC'D
APR 24 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

PROCESSED
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THOMSON
FINANCIAL

Dear Ms. Hughes:

The New York Stock Exchange certifies approval for listing and registration under the Securities Exchange Act of 1934, Raytheon Company, Series B Junior Participating Preferred Stock purchase rights and requests immediate acceleration of registration. Adequate distribution assured. Form 8-A/A received April 24, 2002.

Sincerely,

Paras Mehta