

Securities Operations

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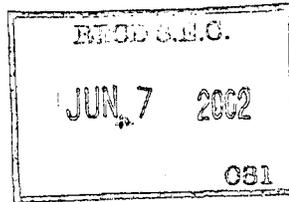
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June 7, 2002

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
JUN 17 2002
THOMSON FINANCIAL

Dear Ms. Hughes:

The New York Stock Exchange certifies approval for listing and registration under the Securities Exchange Act of 1934, Phelps Dodge Corporation, 6.75% Series A Mandatory Convertible Preferred Shares and requests immediate acceleration of registration. Adequate distribution assured. Form 8-A received on June 7, 2002. Tentative listing date – June 10, 2002.

Sincerely,

Paras Mehta