

CERTAINX



AMERICAN STOCK EXCHANGE®
Equities Options ETFs

1-16519

Richard A. Mikaliunas
Senior Vice President
Capital Markets

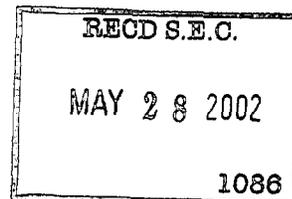


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May 28, 2002

Ms. Willie Mae Stroud
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Room 1004, Mail Stop 1-4
Office of Filing Information & Consumer Services
Division of Market Regulation
Securities and Exchange Commission
Judiciary Plaza
450 Fifth Street, NW
Washington, D.C. 20549



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MAY 29 2002

THOMSON
FINANCIAL

Dear Ms. Stroud:

This is to certify that the American Stock Exchange LLC (the "Exchange") received from ABN AMRO Bank N.V. (the "Registrant") a copy of the Company's application on Form 8-A for the registration of the following security:

**Medium-Term Notes Series A (Senior Fixed Rate Notes)
11.00% Reverse Exchangeable Securities
due June 5, 2003
(linked to common stock of Bristol-Myers Squibb Company)**

We further certify that the above security has been approved by the Exchange for listing and registration, upon official notice of issuance, and understand that the 8A will be immediately effective upon your receipt of this letter.

Sincerely,