

[Note: Form 19b-4(e) will not appear in the Code of Federal Regulations.]



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U.S. SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549
FORM 19b-4(e)

Information Required of a Self-Regulatory Organization Listing and Trading a New Derivative Securities Product Pursuant to Rule 19b-4(e) Under the Securities Exchange Act of 1934

READ ALL INSTRUCTIONS PRIOR TO COMPLETING FORM

Part I Initial Listing Report

1. Name of Self-Regulatory Organization Listing New Derivative Securities Product:
New York Stock Exchange, Inc.

2. Type of New Derivative Securities Product (e.g., clearinghouse, broker-dealer, corporation, etc.):

3. Class of New Derivative Securities Product:
Trust Issued Receipt

4. Name of Underlying Instrument:
Software HOLDERS

5. If Underlying Instrument is an Index, State Whether it is Broad-Based or Narrow-Based

6. Ticker Symbol(s) of New Derivative Securities Product:
SWH

7. Market or Markets Upon Which Securities Comprising Underlying Instrument Trades:
NYSE, Nasdaq

8. Settlement Methodology of New Derivative Securities Product:
Regular way trades settle on T-3 / Book-entry-only held in DTC

9. Position Limits of New Derivative Securities Product (if applicable):
N/A

Part II Execution

The undersigned represents that the governing body of the above-referenced Self-Regulatory Organization has duly approved, or has duly delegated its approval to the undersigned for, the listing and trading of the above-referenced new derivative securities product according to its relevant trading rules, procedures, surveillance programs and listing standards.

Name of Official Responsible for Form:
Richard P. Bernard

Title:
Assistant Corporate Secretary

Telephone Number:
212 656 2222

Manual Signature of Official Responsible for Form:

Date: April 17, 2002

PROCESSED

MAY 20 2002

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FINANCIAL

Act Securities Exchange Act of 1934

Section 19b-4

Rule 19b-4(e)

Public

Availability: April 18, 2002