

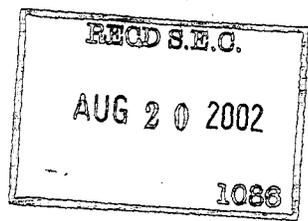


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Richard A. Mikaliunas
Senior Vice President
Capital Markets

American Stock Exchange
86 Trinity Place
New York, NY 10008-1872
T 212 308 1807
F 212 308 2066
richard.mikaliunas@amex.com

CERTAMX



August 19, 2002

Ms. Willie Mae Stroud
Filer Support - 2
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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AUG 21 2002
THOMSON
FINANCIAL

Dear Ms. Stroud:

This is to certify that the American Stock Exchange (the "Exchange") received from Structured Products Corp. (the "Registrant") a copy of the Company's application on Form 8-A for the registration of the following security:

**TIERS Principal-Protected
Trust Certificates
Series S&P 500 2002-9, due 2007**

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,