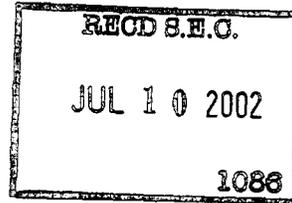




Richard A. Mikaliunas
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1-13668

July 10, 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

PROCESSED
 JUL 16 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 Minimum Return
 Trust Certificates
 Series Nasdaq 2002-6, 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,