

Oct-14-02 03:14pm From-NEW YORK STOCK EXCHANGE  
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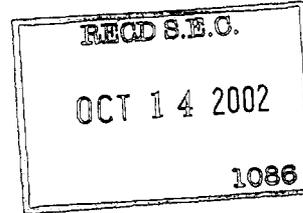
**CERTNYS**  
**NYSE**



1-31486

October 14, 2002

Mr. Brian Johnson  
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**  
**OCT 15 2002**  
**THOMSON**  
**FINANCIAL**

Dear Mr. Johnson:

The New York Stock Exchange certifies approval for listing and registration under the Securities Exchange Act of 1934, WEBSTER FINANCIAL CORPORATION, Common Stock, \$0.01 Par Value Per Share and Rights to Purchase Series C Participating Preferred Stock, \$0.01 Par Value Per Share and requests immediate acceleration of registration. Adequate distribution assured. Form 8-A received on October 14, 2002. Tentative listing date - October 17, 2002.

Sincerely,

*Parasit Chahal*