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**AMERICAN
STOCK EXCHANGE***
Equities Options ETFs

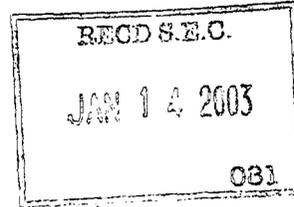


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January 14, 2003

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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JAN 17 2003

**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 DJIA 2003-1, due 2008**

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,