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1-11758

September 16, 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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**THOMSON
FINANCIAL**

Dear Ms. Stroud:

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

Global Medium-Term Notes, Series C,
MPS due December 30, 2010
(Based on the Value of the S&P 500 Index)

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 SA will be immediately effective upon your receipt of this letter.

Sincerely,