

Nov-03-03 05:52pm From-  
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**CERTNYS**  
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November 3, 2003

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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

Dear Mr. Johnson:

The New York Stock Exchange certifies approval for listing and registration under the Securities Exchange Act of 1934, STRUCTURED PRODUCTS CORP., 33,000 Monthly-Pay Step-Up Class A Certificates, with a principal amount of \$33,000,000 (the "Certificates") and requests immediate acceleration of registration. Adequate distribution assured. Form 8-A received on November 3, 2003. Tentative listing date – November 6, 2003.

Sincerely,

*David L. Ladd*