

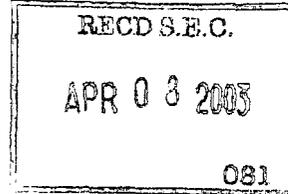


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April 8, 2003



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, MS STRUCTURED ASSET CORP., SATURNS Ford Motor Company Debenture Backed Series 2003-5 Callable Units and requests immediate acceleration of registration. Adequate distribution assured. Form 8-A received on April 8, 2003. Tentative listing date – April 11, 2003.

Sincerely,

PROCESSED
APR 10 2003
THOMSON
FINANCIAL