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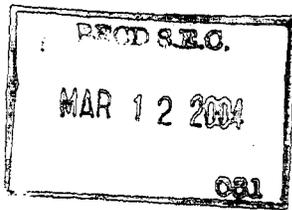


AMERICAN STOCK EXCHANGE Equities Options ETFs

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Richard A. Mikaliunas Senior Vice President Capital Markets



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March 12, 2004

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 (the "Exchange") received from Bear Stearns Companies, Inc. (the "Registrant") a copy of the Company's application on Form 8-A for the registration of the following security:

Principal Protected Notes linked to the Dow Jones Industrial Average Due March, 2011

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,

Richard A. Mikaliunas (handwritten signature)