

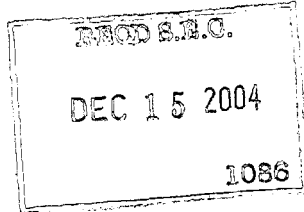
tel: 212.656.5026  
fax: 212.656.5893  
pmadho@nyse.com

1-16443

**CERTAINS**  
**NYSE**



December 15, 2004



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 Goldman Sachs Capital I Capital Security Backed Series 2005-1 Class A Callable Units and requests immediate acceleration of registration. Adequate distribution assured. Form 8-A received on December 15, 2004. Tentative listing date – Not yet determined.

Sincerely,

*[Handwritten Signature]*  
Navad Elsho

**PROCESSED**

DEC 15 2004

J THOMSON FINANCIAL

1071246