

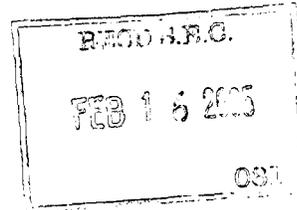


**AMERICAN
STOCK EXCHANGE***
Equities Options ETFs

cert AMX



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1-32382

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February 16, 2005

Ms. Willie Mae Stroud
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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

PROCESSED

FEB 17 2005

**THOMSON
FINANCIAL**

Dear Ms. Stroud:

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

***TARgeted Growth Enhanced Terms Securities (TARGETS[®])
With respect to the common stock of Intel Corporation
Guaranteed by Citigroup Global Market Holdings Inc.
Due 2008***

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