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July 6, 2006

Mr. Brian Johnson  
Branch Chief  
Securities and Exchange Commission  
Branch of Filer Support 2  
Room 2531  
100 F Street, NE  
Washington, DC 20549



PROCESSED

JUL 07 2006

J THOMPSON  
FINANCIAL

Dear Mr. Johnson:

The New York Stock Exchange certifies approval for listing and registration under the Securities Exchange Act of 1934, MORGAN STANLEY, Depository Shares (Each Representing 1/1,000<sup>th</sup> interest in a share of Floating Rate Non-Cumulative Preferred Stock, Series A) and requests immediate acceleration of registration. Adequate distribution assured. Form 8-A received on July 6, 2006. Tentative listing date - July 7, 2006.

Sincerely,