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U.S. SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549  
FORM 19b-4(e)

DEC 13 2006

Information Required of a Self-Regulatory Organization Listing and Trading New Derivative Securities Product Pursuant to Rule 19b-4(e) Under the Securities Exchange Act of 1934

READ ALL INSTRUCTIONS PRIOR TO COMPLETING FORM

Part I Initial Listing Report

- Name of Self-Regulatory Organization Listing New Derivative Securities Product:  
American Stock Exchange LLC.
- Type of Issuer of New Derivative Securities Product (e.g., clearinghouse, broker-dealer, corporation, etc.):  
Corporation
- Class of New Derivative Securities Product: Index-Linked Note
- Name of Underlying Instrument: MSCI EAFE Index
- If Underlying Instrument is an Index, State Whether it is Broad-Based or Narrow Based: Broad-Based.
- Ticker Symbol(s) of New Derivative Product: ESM
- Market or Markets Upon Which Securities Comprising Underlying Instrument Trades:  
  
The MSCI EAFE Index comprises 21 developed market country indices.
- Settlement Methodology of New Derivative Securities Product:  
Cash settlement on regular-way trades on the American Stock Exchange and settled through the National Securities Clearing corporation ("NSCC") on T+3.
- Position Limits of New Derivative Securities Product (if applicable): Not Applicable.

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Part II Execution

The undersigned represents that the governing body of the above-referenced Self-Regulatory Organization has duly approved, or has duly delegated its approval to the undersigned for, the listing and trading of the above-referenced new derivative securities product according to its relevant trading rules, procedures, surveillance programs and listing standards.

Name of Official Responsible for Form: Dennis J. Meekins

Title: Vice President

Telephone Number: (212) 306-1302

Manual Signature of Official Responsible for Form:

Date: December 7, 2006

Act	Securities Exchange Act of 1934
Section	19b-4
Rule	19b-4(e)
Public Availability:	DECEMBER 8, 2006



**AMERICAN  
STOCK EXCHANGE**  
Equities Options ETFs

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December 7, 2006

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**BY FACSIMILE AND OVERNIGHT COURIER**

**202/ 772-9273**

Securities and Exchange Commission  
Division of Market Regulations  
100 F. Street NE – Room 6628  
Washington DC 20549  
Attn: Gail Jackson – Paralegal Specialist

Re: Form 19b-4(e)

Dear Ms. Jackson:

The American Stock Exchange LLC hereby files Form 19b-4(e), with respect to the Merrill Lynch & Co, Inc. Accelerated Return Notes linked to the MSCI EAFE Index (ESM) listed pursuant to the Amex Company Guide Section 107.

Sincerely,

*Bryan Fischer*

Attachment

Act	Securities Exchange Act of 1934
Section	19b-4
Rule	19b-4(e)
Public Availability:	December 8, 2006