

Director  
Securities Operations

*ck*  
1325547

NYSE Group, Inc. | 20 Broad Street  
New York, New York 10005  
t 212.656.5026 | f 212.656.5693  
pmadho@nyse.com



07043605

RECD S.E.C.  
FEB 01 2007  
1086

1-33293

*CERTNUS*

February 1, 2007

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

PROCESSED

FEB 09 2007

THOMSON  
FINANCIAL

*E*

Dear Mr. Johnson:

The New York Stock Exchange certifies approval for listing and registration under the Securities Exchange Act of 1934, USB Capital XII, 6.30% Trust Preferred Securities (and the Guarantee of U.S. Bancorp with respect thereto) and requests immediate acceleration of registration. Adequate distribution assured. Form 8-A received on February 1, 2007. Tentative listing date - Not yet determined.

Sincerely,

*[Handwritten Signature]*

END