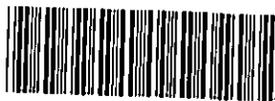




**AMERICAN  
STOCK EXCHANGE**  
Equities Options ETFs



07069025

Beth A. Kleiman  
Vice President  
Capital Markets

American Stock Exchange  
86 Trinity Place  
New York, NY 10006-1872  
T 212 306 1460  
F 212 306 2066  
beth.kleiman@amex.com

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June 26, 2007

Mr. Brian Johnson  
Branch Chief  
Securities and Exchange Commission  
Office of Filings and Information Services  
Filer Support #2  
Room #2531  
100 F Street, N.E.  
Washington, D.C. 20549

PROCESSED

JUN 28 2007

THOMSON  
FINANCIAL

Dear Mr. Johnson:

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

*Global Medium-Term Notes, Series F, Bear Market PLUS<sup>SM</sup> due July 20, 2008 (Based Inversely on the Value of the S&P 500<sup>®</sup> Index)*

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,

Beth A. Kleiman

Beth A. Kleiman

END