091-03625-M

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UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

FORM 19b-4(e)

Information Required of a Self-Regulatory Organization Listing and Trading a 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**

1. Name of Self-Regulatory Organization Listing New Derivative Securities Product:

NYSE Arca, Inc.

2. Type of Issuer of New Derivative Securities Product (e.g., clearinghouse, broker-dealer, corporation, etc.):

Corporation

3. Class of New Derivative Securities Product:

Equity Index-Linked Securities

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4. Name of Underlying Instrument:

Dow Jones Industrial Average

5. If Underlying Instrument is an Index, State Whether it is Broad-Based or Narrow-Based:

Broad-Based

6. Ticker Symbol(s) of New Derivative Securities Product:

PDJ

7. Market or Markets Upon Which Securities Comprising Underlying Instrument Trades:

New York Stock Exchange, Nasdaq Stock Market

08036232

8. Settlement Methodology of New Derivative Securities Product:

Regular way trades settle on T+3/Book entry only held in DTC.

9. Position Limits of New Derivative Securities Product (if applicable):

Not applicable.

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:

Mary Yeager

Title:

Corporate Secretary

Telephone Number:

(212) 656-2062

Manual Signature of Official Responsible for Form:

November 24, 2008

Act	Securities Exchange Act of 1934
Section	19b-4
Rule	19b-4(e)
Public Availability:	NOV 2 8 2008

SEC 2449 (1/99)

Mary Yeager
Corporate Secretary

NYSE Arca, Inc.
11 Wall Street
New York, NY 10005

tel: 212.656.2062
fax: 212.656.3939
myeager@nyse.com

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NYSE Arca.

Via Overnight Mail

November 24, 2008

Ms. Gail Jackson
US Securities and Exchange Commission
Division of Market Regulation
Station Place – Building I
100 F Street, N.E. – Room 6628
Washington, DC 20549

Re: Form 19b-4(e) – Morgan Stanley

Dear Ms. Jackson:

Enclosed for filing pursuant to Section 19(b) of the Securities Exchange Act of 1934 and Rule 19b-4 thereunder, please find an original and nine copies of Form 19b-4(e) with respect to the following securities:

- Morgan Stanley, Capital Protected Notes based on the values of the S&P Midcap 400 Index due October 30, 2010 (Ticker Symbol MST);
- Morgan Stanley, Capital Protected Notes based on the values of the S&P 500 Index due June 30, 2011 (Ticker Symbol NPS);
- Morgan Stanley, Capital Protected Notes based on the values of the S&P 500 Index due December 30, 2011 (Ticker Symbol MOR);
- Morgan Stanley, 0.40% PROtected Performance Equity Linked Securities ("PROPELS") Based on the Value of the Dow Jones Industrial Average due December 30, 2011 (Ticker Symbol PDJ);
- Morgan Stanley, Outperformance Performance Leveraged Upside Securities ("PLUS") based on the performance of the S&P 100 Index Relative to the Russell 2000 Index due December 20, 2008 (Ticker Symbol RAO);
- Morgan Stanley, Capital Protected Notes based on the values of the AMEX China Index due December 30, 2009 (Ticker Symbol CAX);
- Morgan Stanley, Capital Protected Bear Notes based on Philadelphia Stock Exchange Housing Sector Index due August 30, 2010 (Ticker Symbol HPB);
- Morgan Stanley, Capital Protected Notes based on MSCI EAFE Index due December 30, 2008 (Ticker Symbol EEC);
- Morgan Stanley, Capital Protected Notes based on the Dow Jones EURO STOXX 50 Index, the S&P 500 Index, and the Nikkei 225 Index due August 20, 2011 (Ticker Symbol GBC);

Act	Securities Exchange Act of 1934
Section	19b-4
Rule	19b-4(e)
Public Availability:	NOV 28 2008

- Morgan Stanley, Capital Protected Notes based on the Dow Jones EURO STOXX 50 Index, the S&P 500 Index, and the Nikkei 225 Index due February 20, 2011 (Ticker Symbol GBI);
- Morgan Stanley, Capital Protected Notes based on the Dow Jones EURO STOXX 50 Index, the S&P 500 Index, and the Nikkei 225 Index due July 20, 2011 (Ticker Symbol GIC);
- Morgan Stanley, Capital Protected Notes based on the Dow Jones EURO STOXX 50 Index, the S&P 500 Index, and the Nikkei 225 Index due July 20, 2010 (Ticker Symbol IIL);
- Morgan Stanley, Capital Protected Notes based on the Dow Jones EURO STOXX 50 Index, the S&P 500 Index, and the Nikkei 225 Index due April 20, 2010 (Ticker Symbol MIB);
- Morgan Stanley, Protected Absolute Return Barrier Notes Based on the Price of Shares of the iShares® MSCI EAFE Index Fund due December 20, 2008 (Ticker Symbol EHN);
- Morgan Stanley, Capital Protected Notes based on the value of a Basket of 15 Companies in the Energy Industry due September 30, 2012 (Ticker Symbol BEM);
- Morgan Stanley, BRoad InDex Guarded Equity-Linked Securities ("BRIDGES") based upon the value of the Common Stock of Ten Companies due March 30, 2009 (Ticker Symbol TPA);
- Morgan Stanley, BRoad InDex Guarded Equity-Linked Securities ("BRIDGES") based upon the value of the Common Stock of Ten Companies due February 28, 2009 (Ticker Symbol TPS);
- Morgan Stanley, BRoad InDex Guarded Equity-Linked Securities ("BRIDGES") based upon the value of Fifteen Companies in the Financial Sector due August 30, 2009 (Ticker Symbol MBK);
- Morgan Stanley, BRoad InDex Guarded Equity-Linked Securities ("BRIDGES") based upon the value of Fifteen Companies in the Aerospace and Defense Sector due October 30, 2009 (Ticker Symbol DFB);
- Morgan Stanley, BRoad InDex Guarded Equity-Linked Securities ("BRIDGES") based upon the value of Fifteen Companies in the Oil Industry due June 15, 2010 (Ticker Symbol BOI).

If you have any questions, please do not hesitate to call me at (212) 656-2062.

Sincerely,

Enclosures

Cc: Tim Malinowski (NYSE Euronext)

END