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**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549
FORM 19b-4(e)**

NOV 26 2008

DIVISION OF MARKET REGULATION

**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

4. Name of Underlying Instrument:

S&P MidCap 400 Index

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:

MHR

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

New York Stock Exchange, Nasdaq Stock Market, NYSE Alternext US

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

PROCESSED

FEB 05 2009

THOMSON REUTERS

Act	Securities Exchange Act of 1934
Section	19b-4
Rule	19b-4(e)
Public	
Availability:	NOV 26 2008

Mary Yeager
Corporate Secretary

SECURITIES AND EXCHANGE COMMISSION

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

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NOV 26 2008

tel: 212.656.2062
fax: 212.656.3939
myeager@nyse.com



NYSE Arca

DIVISION OF MARKET REGULATION

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

Act	Securities Exchange Act of 1934
Section	19b-4
Rule	19b-4(e)
Public Availability:	NOV 26 2008

Re: Form 19b-4(e) – Merrill Lynch & Co., Inc.
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:

- Merrill Lynch & Co., Inc., Accelerated Return Bear Market Notes (“ARN”) Linked to the PHLX Gold and Silver Index due June 2, 2009 (Ticker Symbol XUF);
- Merrill Lynch & Co., Inc., Accelerated Return Notes (“ARN”) Linked to the PHLX Gold and Silver Index due January 16, 2009 (Ticker Symbol GZV);
- Merrill Lynch & Co., Inc., Accelerated Return Notes (“ARN”) Linked to the PHLX Gold and Silver Index due December 3, 2008 (Ticker Symbol GGW);
- Merrill Lynch & Co., Inc., Accelerated Return Notes (“ARN”) Linked to the MSCI Brazil Index due May 5, 2009 (Ticker Symbol BTR);
- Merrill Lynch & Co., Inc., Capped Leveraged Index Return Notes MSCI Brazil Index Linked to the MSCI Brazil Index due January 20, 2010 (Ticker Symbol BPF);
- Merrill Lynch & Co., Inc., Accelerated Return Notes (“ARN”) Linked to the MSCI EAFE Index due December 4, 2008 (Ticker Symbol EOF);
- Merrill Lynch & Co., Inc., Accelerated Return Notes (“ARN”) Linked to the MSCI EAFE Index due February 6, 2009 (Ticker Symbol MHU);
- Merrill Lynch & Co., Inc., Accelerated Return Notes (“ARN”) Linked to the MSCI EAFE Index due May 4, 2009 (Ticker Symbol MWL);
- Merrill Lynch & Co., Inc., Accelerated Return Notes (“ARN”) Linked to the MSCI EAFE Index due August 27, 2009 (Ticker Symbol MAO);
- Merrill Lynch & Co., Inc., Accelerated Return Notes (“ARN”) Linked to the MSCI EAFE Index due October 5, 2009 (Ticker Symbol MKY);
- Merrill Lynch & Co., Inc., Accelerated Return Notes (“ARN”) Linked to the PHLX Semiconductor Index due January 21, 2009 (Ticker Symbol ELU);
- Merrill Lynch & Co., Inc., Accelerated Return Notes (“ARN”) Linked to the S&P MidCap 400 Index due January 21, 2009 (Ticker Symbol MHR);
- Merrill Lynch & Co., Inc., Accelerated Return Notes (“ARN”) Linked to the Russell 1000 Growth Index due December 4, 2008 (Ticker Symbol GOC);

Gail Jackson
Division of Market Regulation
November 25, 2008
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- Merrill Lynch & Co., Inc., Accelerated Return Bear Market Notes ("ARN") Linked to the S&P 100 Index due January 21, 2009 (Ticker Symbol RZI);
- Merrill Lynch & Co., Inc., Accelerated Return Notes ("ARN") Linked to the Dow Jones Industrial Average due February 5, 2009 (Ticker Symbol DMY);
- Merrill Lynch & Co., Inc., Accelerated Return Notes ("ARN") Linked to the Nikkei 225 Index due June 26, 2009 (Ticker Symbol NYW);
- Merrill Lynch & Co., Inc., Accelerated Return Notes ("ARN") Linked to the AMEX Health Care Select Sector Index due June 2, 2009 (Ticker Symbol HSJ);
- Merrill Lynch & Co., Inc., Accelerated Return Bear Market Notes Linked to the Russell 3000 Index due October 2, 2009 (Ticker Symbol BFN);
- Merrill Lynch & Co., Inc., Accelerated Return Bear Market Notes Linked to the Russell 3000 Index due January 21, 2009 (Ticker Symbol BJW);
- Merrill Lynch & Co., Inc., Accelerated Return Bear Market Notes Linked to the Russell 2000 Index due February 5, 2009 (Ticker Symbol RZY);
- Merrill Lynch & Co., Inc., Accelerated Return Bear Market Notes Linked to the AMEX Energy Select Sector Index due June 29, 2009 (Ticker Symbol ICT);
- Merrill Lynch & Co., Inc., Accelerated Return Bear Market Notes Linked to the AMEX Energy Select Sector Index May 5, 2009 (Ticker Symbol IMW);
- Merrill Lynch & Co., Inc., Leveraged Index Return Notes Linked to the Russell 2000 Index due October 30, 2009 (Ticker Symbol RLO);
- Merrill Lynch & Co., Inc., Capped Leveraged Index Return Notes Linked to the Russell 2000 Index due January 20, 2010 (Ticker Symbol RHQ);
- Merrill Lynch & Co., Inc., Capped Leveraged Index Return Notes Linked to the MSCI Emerging Markets Index due January 29, 2010 (Ticker Symbol MKI);
- Merrill Lynch & Co., Inc., Strategic Accelerated Redemption Securities Linked to the Dow Jones EURO STOXX 50 Index due November 9, 2009 (Ticker Symbol DJL);
- Merrill Lynch & Co., Inc., Market Index Target Term Securities ("MITTS") Linked to the Dow Jones EURO STOXX 50 Index due June 28, 2010 (Ticker Symbol MLB);
- Merrill Lynch & Co., Inc., Market Index Target Term Securities ("MITTS") Linked to the Nikkei-225 Stock Average due June 5, 2009 (Ticker Symbol NKS);
- Merrill Lynch & Co., Inc., 50/150 Nikkei 225 Index Notes, due October 7, 2009 (Ticker Symbol NKW); and
- Merrill Lynch & Co., Inc., 100% Principal Protected Global Currency Basket Notes due February 9, 2009 (Ticker Symbol GBO).

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

Sincerely,

Enclosures

Cc: Tim Malinowski (NYSE Euronext)

END