

091-04/21-m

For Internal Use Only		Submit 1 Original		OMB Approval No.:
Sec File No. 91 -		and 9 Copies		Expires:
Estimated average burden hours per response: 2.00				
<b>UNITED STATES</b> <b>SECURITIES AND EXCHANGE COMMISSION</b> Washington, D.C. 20549 <b>FORM 19b-4(e)</b>				
<b>Information Required of a Self-Regulatory Organization Listing and Trading a New</b> <b>Derivative Securities Product Pursuant to Rule 19b-4(e) Under the Securities Exchange Act of 1934</b>				
<b>READ ALL INSTRUCTIONS PRIOR TO COMPLETING FORM</b>				
<b>Part I</b>		<b>Initial Listing Report</b>		
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.):				
Open-end Management Investment Company				
3. Class of New Derivative Securities Product:				
Investment Company Units				
4. Name of Underlying Instrument:				
WisdomTree LargeCap Growth 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:				
ROI				
7. Market or Markets Upon Which Securities Comprising Underlying Instrument Trades:				
New York Stock Exchange, Nasdaq Stock Market				
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.				
<b>Part II</b>		<b>Execution</b>		
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:				
Janet M. Kissane				
Title:				
Corporate Secretary				
Telephone Number:				
(212) 656-2039				
Manual Signature of Official Responsible for Form:				
<i>Janet M. Kissane</i>				
December 16, 2008				



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FEB 20 2009

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<b>Act</b>	<b>Securities Exchange Act of 1934</b>
<b>Section</b>	<b>19b-4</b>
<b>Rule</b>	<b>19b-4(e)</b>
<b>Public</b>	<b>DEC 18 2008</b>
<b>Availability:</b>	

Janet M. Kissane  
Corporate Secretary

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



**NYSE Arca**

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tel: 212.656.2039  
fax: 212.656.8101  
jkissane@nyx.com

Via Overnight Mail

December 17, 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

<b>Act</b>	<b>Securities Exchange Act of 1934</b>
<b>Section</b>	<b>19b-4</b>
<b>Rule</b>	<b>19b-4(e)</b>
<b>Public Availability:</b>	<b>DEC 18 2008</b>

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

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:

- WisdomTree Trust, WisdomTree LargeCap Growth Fund (Ticker Symbol ROI);
- Merrill Lynch & Co., Inc., Accelerated Return Bear Market Notes Linked to the S&P 500<sup>®</sup> Index due January 29, 2010 (Ticker Symbol BSB);
- Merrill Lynch & Co., Inc., Capped Leveraged Index Return Notes<sup>®</sup> Linked to the S&P 500<sup>®</sup> Index due May 28, 2010 (Ticker Symbol CUL);
- Merrill Lynch & Co., Inc., 100% Principal Protected Conditional Participation Notes Linked to the S&P 500<sup>®</sup> Index due December 2, 2009 (Ticker Symbol SVQ);
- Merrill Lynch & Co., Inc., Accelerated Return Notes<sup>SM</sup> Linked to the Consumer Staples Select Sector Index due January 29, 2010 (Ticker Symbol CAK);
- Merrill Lynch & Co., Inc., Strategic Accelerated Redemption Securities Linked to the S&P 500<sup>®</sup> Index due December 1, 2010 (Ticker Symbol SKP);
- Merrill Lynch & Co., Inc., Bear Market Strategic Accelerated Redemption Securities<sup>®</sup> Linked to the iShares<sup>®</sup> Dow Jones U.S. Real Estate Index Fund due June 2, 2010 (Ticker Symbol SMM);
- Merrill Lynch & Co., Inc., Accelerated Return Notes<sup>SM</sup> Linked to the MSCI EAFE Index<sup>®</sup> due January 29, 2010 (Ticker Symbol AMO); and

Gail Jackson  
Division of Market Regulation  
December 17, 2008  
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- Merrill Lynch & Co., Inc., Accelerated Return Notes<sup>SM</sup> Linked to the S&P 500<sup>®</sup> Index due January 29, 2010 (Ticker Symbol SQD).

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

Sincerely,



Enclosures

Cc: Tim Malinowski (NYSE Euronext)

**END**