

091-04129-N

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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

4. Name of Underlying Instrument:

S&P 500® 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:

SQD

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

New York Stock Exchange, Nasdaq Stock Market, American Stock Exchange

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:

Janet M. Kissane

Title:

Corporate Secretary

Telephone Number:

(212) 656-2039

Manual Signature of Official Responsible for Form:

*Janet M. Kissane*

December 16, 2008

SEC 2449 (1/99)

**PROCESSED**

FEB 20 2009

**THOMSON REUTERS**

<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>

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Janet M. Kissane  
Corporate Secretary

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



NYSE Arca

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SEC / MR

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Via Overnight Mail

December 17, 2008

<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>

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) –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  
Page 2 of 2

- 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**