

GOLDEN STATE BANCORP INC.

0758

135 Main Street, 4th Floor
San Francisco, CA 94105
Fax: (415) 904-0203/0204

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AUG 13 2002

August 12, 2002

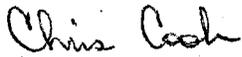
Jonathan G. Katz
Securities & Exchange Commission
450 Fifth Street, N.W.
Washington, D.C. 20549-0609

Dear Sir:

In accordance with the U. S. Securities and Exchange Commission's Order No. 4-460, Golden State Bancorp herein files sworn statements pursuant to Section 21 (a) (1) of the Securities Exchange Act of 1934.

Please telephone the undersigned at (415) 904-0266 with any questions or comments on the enclosed.

Very truly yours,



Chris Cook
First Vice President

AUG 13 2002

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**Statement Under Oath of Principal Executive Officer and Principal Financial Officer
Regarding Facts and Circumstances Relating to Exchange Act Filings**

I, Richard H. Terzian, state and attest that:

1. To the best of my knowledge, based upon my review of the covered reports of Golden State Bancorp Inc., and, except as corrected or supplemented in a subsequent covered report:
 - no covered report contained an untrue statement of a material fact as of the end of the period covered by such report (or in the case of a report on Form 8-K or definitive proxy materials, as of the date on which it was filed); and
 - no covered report omitted to state a material fact necessary to make the statements in the covered report, in light of the circumstances under which they were made, not misleading as of the end of the period covered by such report (or in the case of a report on Form 8-K or definitive proxy materials, as of the date on which it was filed).
2. I have reviewed the contents of this statement with Golden State Bancorp Inc.'s Audit Committee.
3. In this statement under oath, each of the following, if filed on or before the date of this statement, is a "covered report":
 - Golden State Bancorp Inc.'s Annual Report on Form 10-K for the year ended December 31, 2001.
 - all reports on Form 10-Q, all reports on Form 8-K and all definitive proxy materials of Golden State Bancorp Inc. filed with the Commission subsequent to the filing of the Form 10-K identified above; and
 - any amendments to any of the foregoing.

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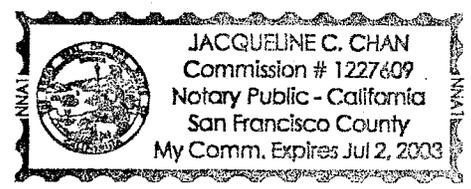
Richard H. Terzian
Richard H. Terzian
Chief Financial Officer

8/12/02
Date

Subscribed and sworn to before
me this 12th day of
August 2002.

J. Chan
Notary Public

My Commission Expires: July 2, 2003



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