

AIMCO

Apartment Investment and Management Company

0818

August 12, 2002

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AUG 13 2002

Via Hand Delivery

Mr. Jonathan G. Katz
Secretary
Securities and Exchange Commission
450 Fifth Street, N.W.
Washington, DC 20549

Re: Commission Order 4-460/Apartment Investment and Management Company

Dear Mr. Katz:

Enclosed please find original executed sworn statements of Apartment Investment and Management Company's Chairman and Chief Executive Officer, Terry Considine, and Executive Vice President and Chief Financial Officer, Paul J. McAuliffe, as required pursuant to Commission Order 4-460: Order Requiring the Filing of Sworn Statements Pursuant to Section 21(a)(1) of the Securities Exchange Act of 1934.

Sincerely,



Lisa Reckler Cohn
Vice President & Assistant General Counsel

Enclosures

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OMB Number: 3235-0569
Expires: January 31, 2003

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

I, Paul J. McAuliffe, state and attest that:

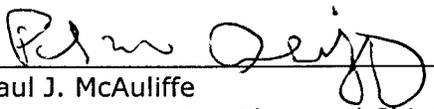
(1) To the best of my knowledge, based upon a review of the covered reports of Apartment Investment and Management Company, and, except as corrected or supplemented in a subsequent covered report:

- 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).

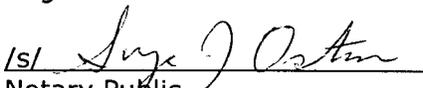
(2) I have reviewed the contents of this statement with Apartment Investment and Management Company's audit committee.

(3) In this statement under oath, each of the following, if filed on or before the date of this statement, is a "covered report":

- Annual Report on Form 10-K for the fiscal year ended December 31, 2001 of Apartment Investment and Management Company;
- all reports on Form 10-Q, all reports on Form 8-K and all definitive proxy materials of Apartment Investment and Management Company filed with the Commission subsequent to the filing of the Form 10-K identified above; and
- any amendments to any of the foregoing.


 Paul J. McAuliffe
 Executive Vice President and Chief
 Financial Officer
 August 12, 2002

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


 Notary Public

My Commission Expires:

6-20-04

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