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Gloria Santona  
Senior Vice President  
General Counsel  
and Secretary

630/623-3373  
Fax: 630/623-8005

August 13, 2002

**By Facsimile**

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OFFICE OF THE SECRETARY

AUG 13 2002

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

Dear Mr. Katz:

Enclosed are copies of the sworn statements of McDonald's principal executive officer and principal financial officer as required by and in compliance with the Commission's Order (File No. 4-460) of June 27, 2002.

Hard copies of these certifications will be delivered separately.

Very truly yours,

Enclosure

**STATEMENT UNDER OATH OF PRINCIPAL FINANCIAL OFFICER  
REGARDING FACTS AND CIRCUMSTANCES  
RELATING TO EXCHANGE ACT FILINGS**

I, Matthew H. Paull, Corporate Executive Vice President and Chief Financial Officer of McDonald's Corporation, state and attest that:

- (1) To the best of my knowledge, based upon a review of the covered reports of McDonald's Corporation, 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 are 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 McDonald's Corporation'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":
  - 2001 Annual Report on Form 10-K of McDonald's Corporation filed with the Commission;
  - all reports on Form 10-Q, all reports on Form 8-K and all definitive proxy materials of McDonald's Corporation filed with the Commission subsequent to the filing of the Form 10-K identified above; and
  - any amendments to any of the foregoing.

Subscribed and sworn to before me this  
12<sup>th</sup> day of August 2002.

By: Matthew H. Paull  
Matthew H. Paull

By: Barbara A. Balle  
Notary Public

Date: August 12, 2002

My Commission Expires:

July 31, 2005  
**OFFICIAL SEAL  
BARBARA A BALLE  
NOTARY PUBLIC, STATE OF ILLINOIS  
MY COMMISSION EXPIRES: 07/31/05**

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