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OCT 9 - 2002

October 8, 2002

Via Overnight Carrier

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

**Re: A.G. Edwards, Inc.
Statements Under Oath of Principal Executive Officer and Principal Financial Officer
Regarding Facts and Circumstances Relating to Exchange Act Filings**

Dear Mr. Katz:

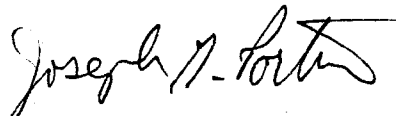
Enclosed for filing are the sworn statements of Robert L. Bagby and Douglas L. Kelly, Chief Executive Officer and Chief Financial Officer, respectively, of A.G. Edwards, Inc. pursuant to the Commission's Order Requiring the Filing of Sworn Statements Pursuant to Section 21(a)(1) of the Securities Exchange Act of 1934.

Please acknowledge receipt by stamping or otherwise noting on the enclosed copy of this letter and returning it to us. An addressed, return envelope with postage affixed is enclosed.

If you have any questions or comments, please call me at (314) 955-3462.

Sincerely,

A.G. EDWARDS, INC.



Joseph G. Porter
Vice President

Enclosures

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

I, Douglas L. Kelly, state and attest that:

(1) To the best of my knowledge, based upon a review of the covered reports of A.G. Edwards, 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 the 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 February 28, 2002 of A.G. Edwards, Inc.
- All reports on Form 10-Q, all reports on Form 8-K and all definitive proxy materials of A.G. Edwards, Inc. filed with the Commission subsequent to the filing of the Form 10-K identified above; and
- Any amendments to any of the foregoing.

Dated: October 8, 2002



Douglas L. Kelly
Chief Financial Officer

Subscribed and sworn to before me this 8th day of October 2002



Notary Public
My Commission Expires:

