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0380



August 9, 2002

BY FACSIMILE AND FEDERAL EXPRESS

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

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OFFICE OF THE SECRETARY

AUG 9 2002

**Re: Merrill Lynch & Co., Inc.
Sworn Statements Pursuant to Section 21(a)(1)
of the Securities Exchange Act of 1934**

Dear Mr. Katz:

Please find enclosed, pursuant to the Commission's Order Requiring the Filing of Sworn Statements Pursuant to Section 21(a) of the Securities Exchange Act of 1934, the sworn statements of David H. Komansky and Thomas H. Patrick, the principal executive officer and principal financial officer, respectively, of Merrill Lynch & Co., Inc.

We would appreciate your stamping the enclosed acknowledgment copy of this letter with the date and time of filing and returning it to the undersigned in the enclosed self-addressed, stamped envelope.

Should you have any questions regarding the enclosed sworn statements, please feel free to call me at (212) 670-0180.

Sincerely,

Katherine Zrike

Enclosures

cc: Rosemary T. Berkery

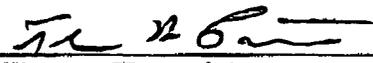
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STATEMENT UNDER OATH OF PRINCIPAL EXECUTIVE OFFICER AND PRINCIPAL FINANCIAL OFFICER REGARDING FACTS AND CIRCUMSTANCES RELATING TO EXCHANGE ACT FILINGS

I, Thomas H. Patrick, state and attest that:

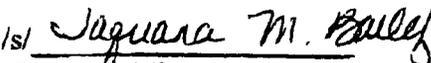
- (1) To the best of my knowledge, based upon a review of the covered reports of Merrill Lynch & Co., Inc., and, except as corrected or supplemented in a subsequent covered report:
 - No covered report contained an untrue statement of a material fact as of the end of the period covered by such report (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 December 28, 2001 of Merrill Lynch & Co., Inc.
 - All reports on Form 10-Q, all reports on Form 8-K and all definitive proxy materials of Merrill Lynch & Co., 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: August 9, 2002



 Thomas H. Patrick
 Executive Vice President and Chief
 Financial Officer

Subscribed and sworn to before me this 9th day of August, 2002.



 Notary Public

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 AUG 9 2002

My Commission Expires:

TAQUANA M. BAILEY
 Notary Public, State of New York
 No. 01BA6012141, Qualified in Nassau County
 Certificate Filed in New York County
 Commission Expires August 17, 2002