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Michael H. Ullmann
Corporate Secretary

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August 12, 2002

VIA FEDERAL EXPRESS

RECEIVED
OFFICE OF THE SECRETARY

AUG 13 2002

Securities and Exchange Commission
450 Fifth Street, N.W.
Washington, DC 20549

Attention: Jonathan G. Katz, Secretary

Re: **Statement Under Oath of Principal Executive Officer and
Principal Financial Officer**

Ladies and Gentlemen:

Pursuant to File No. 4-460, on behalf of Johnson & Johnson, enclosed herewith is:

1. One manually signed Statement Under Oath of the Principal Executive Officer; and
2. One manually signed Statement Under Oath of the Principal Financial Officer.

These Statements are not modified or qualified in any manner from the proscribed form.

Please confirm your receipt of the enclosed Statements by returning the attached copy of this letter in the stamped, self-addressed envelope provided.

If you have any questions, please do not hesitate to call me at 732-524-2464.

Sincerely yours,

Michael H. Ullmann

**Statement Under Oath Of Principal Executive Officer and Principal Financial Officer
Regarding Facts And Circumstances Relating To Exchange Act Filings**

I, Robert J. Darretta, principal financial officer of Johnson & Johnson, a New Jersey corporation, state and attest that:

(1) To the best of my knowledge, based upon a review of the covered reports of Johnson & Johnson, 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 Audit Committee of the Board of Directors of Johnson & Johnson.

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

- the Annual Report on Form 10-K of Johnson & Johnson for the fiscal year ended December 30, 2001;
- all reports on Form 10-Q, all reports on Form 8-K and all definitive proxy materials of Johnson & Johnson filed with the Commission subsequent to the filing of the Form 10-K identified above; and
- any amendments to any of the foregoing.

Name: Robert J. Darretta
Date: August 9, 2002.

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

Notary Public
My Commission Expires:

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LINDA A. PISCADILLO
NOTARY PUBLIC OF NEW JERSEY
Commission Expires 9/16/2006