

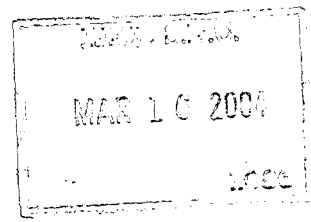
tel: 212.656.5026  
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pmadho@nyse.com

1-32016



March 16, 2004

Mr. Brian Johnson  
Branch Chief  
Securities and Exchange Commission  
Branch of Filer Support 2  
Room 1004 - STOP/1-4  
450 Fifth Street, NW  
Judiciary Plaza  
Washington, DC 20549



PROCESSED  
MAR 17 2004  
THOMSON  
FINANCIAL

Dear Mr. Johnson:

The New York Stock Exchange certifies approval for listing and registration under the Securities Exchange Act of 1933, RMK STRATEGIC INCOME FUND, INC., Shares of Common Stock, \$0.0001 par value per share. The NYSE requests simultaneous acceleration of registration of the Securities Exchange Act of 1934, together with the 1933 Act. Adequate distribution assured. Form 8-A received on March 16, 2004. Tentative listing date - March 26, 2004.

Sincerely,

1275902