



05074012

U.S. SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549
FORM 19b-4(e)

Information Required of a Self-Regulatory Organization Listing and Trading New Derivative Securities Product Pursuant to Rule 19b-4(e) Under the Securities Exchange Act of 1934

READ ALL INSTRUCTIONS PRIOR TO COMPLETING FORM

Part I Initial Listing Report

1. Name of Self-Regulatory Organization Listing New Derivative Securities Product:
American Stock Exchange LLC.

2. Type of Issuer of New Derivative Securities Product (e.g., clearinghouse, broker-dealer, corporation, etc.):
Corporation

3. Class of New Derivative Securities Product: Index-Linked Note

4. Name of Underlying Instrument: S&P500 Index

5. If Underlying Instrument is an Index, State Whether it is Broad-Based or Narrow Based: Broad-Based.

6. Ticker Symbol(s) of New Derivative Product: SSM

7. Market or Markets Upon Which Securities Comprising Underlying Instrument Trades:

The common stocks of 427 of the 500 companies included in the S&P 500 Index are listed on the NYSE. The other companies trade either on the American Stock Exchange or the Nasdaq Stock Market.

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8. Settlement Methodology of New Derivative Securities Product:
Cash settlement.

DEC 07 2005

9. Position Limits of New Derivative Securities Product (if applicable): Not Applicable.

THOMSON FINANCIAL

Part II Execution

The undersigned represents that the governing body of the above-referenced Self-Regulatory Organization has duly approved, or has duly delegated its approval to the undersigned for, the listing and trading of the above-referenced new derivative securities product according to its relevant trading rules, procedures, surveillance programs and listing standards.

Name of Official Responsible for Form: Dennis J. Meekins

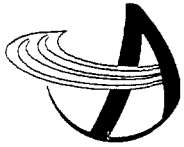
Title: Vice President

Telephone Number: (212) 306-1302

Manual Signature of Official Responsible for Form:

Date: 11/22/05

Act	Securities Exchange Act of 1934
Section	19b-4
Rule	19b-4(e)
Public Availability:	November 25, 2005



**AMERICAN
STOCK EXCHANGE®**
Equities Options ETFs

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November 22, 2005

SECURITIES AND EXCHANGE COMMISSION
RECEIVED

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DIVISION OF MARKET REGULATION

**BY FACSIMILE AND OVERNIGHT COURIER
202/ 772-9273**

Securities and Exchange Commission
Division of Market Regulations
100 F. Street NE – Room 6628
Washington DC 20549
Attn: Gail Jackson – Paralegal Specialist

Re: Form 19b-4(e)

Dear Ms. Jackson:

The American Stock Exchange LLC hereby files Form 19b-4(e), with respect to the Citigroup Funding Inc. Stock Market Upturn Notes linked to the S&P 500 Index® listed pursuant to the Amex Company Guide Section 107.

Sincerely,

Attachment

Act	Securities Exchange Act of 1934
Section	19b-4
Rule	19b-4(e)
Public Availability:	November 25, 2005