

THE New York Stock
Exchange

James E. Buck
Secretary

January 31, 1977

Securities and Exchange Commission
500 North Capitol Street
Washington, D.C. 20549

Attention: Director, Division of Market Regulation

Gentlemen:

Pursuant to Rule 19b-4 under the Securities Exchange Act of 1934, we enclose for filing 12 copies of Form 19b-4A (File No. SR-NYSE-77-3) and the exhibits thereto, at least one copy of which has been manually signed. This filing concerns an addition to the Exchange Constitution and Rules regarding Audit Committees.

Very truly yours,



JEB/jm
Enclosures