

MORGAN STANLEY

MORGAN STANLEY & CO.
INCORPORATED
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NEW YORK, NEW YORK 10020

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**OFFICE OF THE DIRECTOR
CORPORATION FINANCE**

April 29, 1985

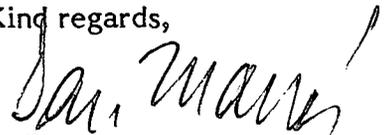
Mr. John J. Huber
Director, Corporate Finance
Securities Exchange Commission
450 Fifth Street N.W.
Washington, DC 20549

Dear John:

This is just a short note to thank you for your assistance last week regarding the proposed F-1 filing by Aegon. Your advice and guidance were most helpful.

The experience of Aegon during the past few days provides a good example of the constructive regulatory environment overseas issuers can expect at the SEC.

Kind regards,



E. Daniel Morris
Managing Director