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AMERICAN ELECTRIC POWER CO INC Form 35-CERT July 17, 2002

UNITED STATES OF AMERICA
before the
SECURITIES AND EXCHANGE COMMISSION

In the Matter of

AMERICAN ELECTRIC POWER COMPANY, INC. : CERTIFICATE Columbus, Ohio 43215 : OF

: OF : NOTIFICATION

(70 - 5943)

943)

PUBLIC UTILITY HOLDING COMPANY ACT OF 1935 :

THIS IS TO CERTIFY that, in accordance with the terms and conditions of and for the purposes represented by the declaration, as amended, of American Electric Power Company, Inc. (the "Company") in the above-captioned file and the orders of the Securities and Exchange Commission with respect thereto (HCAR No. 19879, dated February 8, 1977; HCAR No. 19992, dated April 19, 1977; HCAR No. 20111, dated October 14, 1977; HCAR No. 20506, dated April 19, 1978; HCAR No. 20979, dated March 29, 1979; HCAR No. 21180, dated August 8, 1979; HCAR No. 21544, dated May 1, 1980; HCAR No. 22113, dated June 30, 1981; HCAR No. 22539, dated June 15, 1982; HCAR No. 22989, dated June 29, 1983; HCAR No. 23353, dated June 29, 1984; HCAR No. 23538, dated December 19, 1984; HCAR No. 23754, dated October 1, 1985; HCAR No. 23980, dated January 3, 1986; HCAR No. 24534, dated December 18, 1987; HCAR No. 25233, dated December 27, 1990; HCAR No. 25936, dated December 1, 1993; HCAR No. 26516 dated May 10, 1996; HCAR No. 26553, dated August 13, 1996; HCAR No. 27186, dated June 14, 2000 in file 70-9381; and HCAR No. 27258, dated December 19, 2000) during the period from January 1, 2002, through March 31, 2002, the Company issued a total of -0- shares of its Common Stock, \$6.50 par value ("Common Stock"), to Stanley & Co. [a nominee of EquiServe Trust Company, N.A. ("EquiServe")], at a total purchase price of \$-0-, for the accounts of participants in the Company's Dividend Reinvestment and Direct Stock Purchase Plan (the "Plan"). During such period, EquiServe, as Agent under the Plan, purchased on the open market for the accounts of participants a total of 399,721 shares of the Company's Common Stock, at a total purchase price of \$17,834,306.66. These transactions are set forth in more detail in the attached Schedule I, incorporated herein by reference.

AMERICAN ELECTRIC POWER COMPANY, INC.

By: /s/ A. A. Pena

Treasurer

Dated: July 17, 2002

SCHEDULE I to CERTIFICATE OF NOTIFICATION (#70-5943)

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of

AMERICAN ELECTRIC POWER COMPANY, INC. For the Period January 1 - March 31, 2002

TRANSACTIONS THIS PERIOD:

- ORIGINAL ISSUE SHARES -

	SHARES	PRICE	TOTAL
PERIOD	ISSUED	PER SHARE	PURCHASE PRICE
TOTAL O/I PURCHASE	-0-		\$-0-

- OPEN MARKET PURCHASES -

	SHARES	AVERAGE PRICE	TOTAL
DATE	PURCHASED	PER SHARE	PURCHASE PRICE
01/02/2002	3,308	43.289	\$ 143,199.00
01/08/2002	7,350	44.033	323,642.55
01/15/2002	6 , 288	44.599	280,440.84
01/22/2002	6 , 771	42.109	285,120.04
01/29/2002	11,770	41.79	491,866.06
02/05/2002	9 , 786	41.497	406,089.64
02/12/2002	10,473	41.885	438,658.63
02/19/2002	6,095	41.929	255,557.26
02/26/2002	6 , 345	42.982	272,718.90
03/05/2002	45,000	44.626	2,008,170.00
03/05/2002	7,751	44.644	346,035.64
03/06/2002	45,000	44.797	2,015,865.00
03/07/2002	56 , 589	45 , 329	2,565,122.78
03/08/2002	40,000	43.390	1,815,600.00
03/11/2002	40,000	45.170	1,806,800.00
03/12/2002	40,000	45.165	1,806,600.00
03/12/2002	4,483	44.867	201,138.53
03/13/2002	38,662	44.810	1,732,444.22
03/19/2002	6,762	45.460	307,397.79
03/26/2002	7,288	45.532	331,839.78
TOTAL			
O/M PURCHASE	399 , 721		\$17,834,306.66
	======		=========

- TOTAL ACTIVITY THIS PERIOD -

	SHARES PURCHASED	TOTAL PURCHASE PRICE
O/I Shares O/M Purchases	-0- 399 , 721	\$ -0- \$17,834,306.66
TOTAL ACTIVITY	399,721 =====	\$17,834,306.66

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SCHEDULE I to
CERTIFICATE OF NOTIFICATION (#70-5943) of
AMERICAN ELECTRIC POWER COMPANY, INC.
For the Period January 1 - March 31, 2002

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CUMULATIVE SUMMARY OF TRANSACTIONS:

- ORIGINAL ISSUE SHARES -

	SHARES ISSUED	TOTAL PURCHASE PRICE				
Totals from last report Transactions this period	47,773,594 -0-	\$1,008,340,148.37 \$ -0-				
Total Original Issue Shares	47,773,594 ======	\$1,008,340,148.37 ========				
- OPEN MARKET PURCHASES -						
	SHARES ISSUED	TOTAL PURCHASE PRICE				
Totals from last report Transactions this period	23,673,697 399,721	\$ 750,982,584.80 \$1 7,834,306.66				
Total Open Market Shares	24,073,418	\$768,816,891.40				