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THERMO ELECTRON CORP  
Form AW  
July 01, 2004

[Thermo Electron Corporation Logo]

July 1, 2004

VIA EDGAR  
Securities and Exchange Commission  
Division of Corporation Finance  
450 Fifth Street, N.W.  
Washington, D.C. 20549

Re: Thermo Electron Corporation  
Post-Effective Amendments No. 1 to the following Registration  
Statements on Form S-3 (Registration Nos.  
333-01277, 333-62957, 333-32035-01, 333-34909-01, 333-01893, and  
333-60024)

Ladies and Gentlemen:

Pursuant to Rule 477 promulgated under the Securities Act of 1933, as amended (the "Securities Act"), Thermo Electron Corporation (the "Registrant") hereby respectfully requests withdrawal of each of its Post-Effective Amendments No. 1 to the following Registration Statements on Form S-3 (Registration Nos. 333-01277, 333-62957, 333-32035-01, 333-34909-01, 333-01893, and 333-60024) (the "Amendments"), each filed with the Securities and Exchange Commission (the "Commission") on June 25, 2004.

The Registrant is making this request, at the request of the Commission's Staff, because the Amendments were each inadvertently filed under EDGAR submission type "S-3/A" rather than "POS AM". Accordingly, the Company respectfully requests the Commission to consent to the withdrawal of such Amendments pursuant to Rule 477 of the Securities Act. The Registrant intends to re-file the Amendments using the correct EDGAR submission type "POS AM" as soon as possible.

Please address any questions you may have regarding this matter to Theresa Boni at 781-622-1142.

Thank you for your assistance.

Thermo Electron Corporation

By: /s/ Kenneth J. Apicerno  
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Kenneth J. Apicerno  
Treasurer