

KEYCORP /NEW/  
Form DEL AM  
May 29, 2009

**KEYCORP**

**127 Public Square**

**Cleveland, Ohio 44114-1306**

May 29, 2009

**VIA EDGAR**

Securities and Exchange Commission

100 F Street, N.E.

Washington, D.C. 20549

**Re: KeyCorp Registration Statement on Form S-4 (File No. 333-159490)**

Ladies and Gentlemen:

Reference is made to the Registration Statement on Form S-4 (File No. 333-159490) filed by KeyCorp (the Registrant ) on May 27, 2009 (the Registration Statement ). Pursuant to Rule 473(c) of the Securities Act of 1933 (the Act ), the following delaying amendment, prescribed by Rule 473(a) of the Act, is hereby incorporated onto the cover page of the Registration Statement immediately following the calculation of registration fee table:

The Registrant hereby amends this Registration Statement on such date or dates as may be necessary to delay its effective date until the Registrant shall file a further amendment which specifically states that this Registration Statement shall thereafter become effective in accordance with Section 8(a) of the Securities Act or until the Registration Statement shall become effective on such date as the Securities and Exchange Commission, acting pursuant to said Section 8(a), may determine.

If you have any questions or require additional information, please do not hesitate to contact the undersigned at (216) 689-4110.

Sincerely,

KEYCORP

By: /s/ Daniel R. Stolzer  
Daniel R. Stolzer  
Vice President, Deputy General Counsel  
and Assistant Secretary