

SECURITIES AND EXCHANGE COMMISSION

FORM 24F-2NT

Registration of securities by certain investment companies. Declaration of election Rule 24f-2 notice.

Filing Date: **1994-02-02** | Period of Report: **1993-12-31**  
SEC Accession No. **0000859037-94-000001**

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FILER

**DEAN WITTER NEW YORK MUNICIPAL MONEY MARKET TRUST**

Mailing Address  
NULL

Business Address  
TWO WORLD TRADE CTR  
NEW YORK NY 10048  
2123922550

CIK: **859037** | State of Incorporation: **MA** | Fiscal Year End: **1231**  
Type: **24F-2NT** | Act: **33** | File No.: **033-32763** | Film No.: **94504182**

RULE 24f-2 NOTICE

For

Dean Witter New York Municipal Money Market Trust

(File No. 811-5987)

Fiscal Year for Which Notice is filed 12/31/93

Unsold balance at beginning of fiscal year  
of shares of beneficial interest previously  
registered under Securities Act of 1933

Number of shares registered during fiscal year 122,306,064

Number of shares sold during fiscal year  
pursuant to indefinite registration

\*Calculation of filing fee:

(1) Sale price of shares sold during fiscal year pursuant to indefinite registration	\$ 122,306,064
(2) Purchase price of shares redeemed during fiscal year	\$ 126,924,407
(3) Purchase price of shares previously applied pursuant to Section 24e-2(a)	\$ 0
(4) Item (2) less item (3)	\$ 126,924,407
(5) Item (1) less item (4)	\$ ( 4,618,343)
(6) Amount of filing fee	\$ 0

By /s/Sheldon Curtis  
Sheldon Curtis  
Vice President and General Counsel

Dated: February 2, 1994



DEAN WITTER INTERCAPITAL INC.  
Two World Trade Center  
New York, NY 10048

February 2, 1994

Dean Witter New York Municipal Money Market Trust  
Two World Trade Center  
72nd Floor  
New York, NY 10048

Dear Sirs:

In connection with the public offering of shares of beneficial interest, \$.01 par value, of Dean Witter New York Municipal Money Market Trust (the "Trust"), I have examined such corporate records and documents and have made such further investigation and examination as I have deemed necessary for the purpose of this opinion.

It is my opinion, as Legal Counsel for the Trust, that the Trust is an unincorporated business trust duly organized and validly existing under the laws of the State of Massachusetts and that the shares of beneficial interest covered by the Rule 24f-2 Notice, February 1, 1994 (File No. 33-32763 and 811-5987), were issued and paid for in accordance with the terms of the offering, as set forth in the prospectus filed as part of the Registration Statement, as amended, of the Trust and were legally issued, fully paid and non-assessable by the Trust.

I hereby consent to the filing of this opinion as an exhibit to the Notice pursuant to Rule 24f-2. In giving this consent, I do not thereby admit that I am within the category of persons whose consent is required under Section 7 of the Securities Act of 1933, as amended, or the rules and requisitions of the Securities and Exchange Commission thereunder.

Very truly yours,

/s/ Sheldon Curtis  
Sheldon Curtis  
General Counsel

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