SECURITIES AND EXCHANGE COMMISSION

FORM 8-A12B

Form for the registration/listing of a class of securities on a national securities exchange pursuant to Section 12(b)

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FILER

SENIOR STRATEGIC INCOME FUND INC

CIK:915886| State of Incorp.:NJ | Fiscal Year End: 1231

Type: 8-A12B | Act: 34 | File No.: 001-11323 | Film No.: 94523399

Mailing Address **Business Address** MERRILL LYNCH ASST MGMT ADMINISTRATIVE OFFICES P.O. BOX 9011 800 SCUDDERS MILL ROAD PRINCETON NJ 08543-9011 PLAINSBORO NJ 08536

SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

FORM 8-A

FOR REGISTRATION OF CERTAIN CLASSES OF SECURITIES PURSUANT TO SECTION 12(b) OR 12(q) OF THE SECURITIES EXCHANGE ACT OF 1934

SENIOR STRATEGIC INCOME FUND, INC.

(Exact name of registrant as specified in its charter)

Maryland 22-3292576

(State of incorporation or organization)

800 Scudders Mill Road 08536
Plainsboro, New Jersey (zip code)

(Address of principal executive

Securities to be registered pursuant to Section 12(b) of the Act:

Title of each class to be
so registered

Common Stock, par value \$.10 per
Share

Name of each exchange on which each class is to be registered

Name of each exchange on which each class is to be registered

New York Stock Exchange

Securities to be registered pursuant to Section 12(g) of the Act:

None

offices)

Item 1. Description of Registrant's Securities to be Registered.

The section captioned "Description of Capital Stock" in the Registrant's final prospectus dated March 31, 1994 forming a part of the Registrant's Registration Statement on Form N-2 (No. 33-51395) (the "Registration Statement"), attached hereto as Exhibit (1), is incorporated herein by reference.

Item 2. Exhibits.

- (I) The following exhibits have been filed with the Securities and Exchange Commission:
 - (1) Form of Certificate for Common Stock.*
 - (2) Portions of the Articles of Incorporation and the By-laws of the Registrant defining the rights of holders of shares of Common Stock. **
- (II) The following exhibits are to be filed with The New York Stock Exchange only:
 - (1) Not applicable.
 - (2) Not applicable.
 - (3) Not applicable.
 - (4)(a) Articles of Incorporation of the Registrant.
 - (b) By-laws of the Registrant.
 - (5) Specimen Certificate for Common Stock.
 - (6) Not applicable.

^{*} Incorporated by reference to Exhibit (d)(2) of the Common Stock Registration Statement.

^{**} Incorporated by reference to Exhibit (d)(1) of the Common Stock Registration Statement.

SIGNATURE

Pursuant to the requirements of Section 12 of the Securities Exchange Act of 1934, the Registrant has duly caused this Registration Statement to be signed on its behalf by the undersigned, thereto duly authorized.

Senior Strategic Income Fund, Inc.

(Registrant)

April 19, 1994

By: /s/ Arthur Zeikel

(Arthur Zeikel, President)

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