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SCHEDULE 13F

FORM 13F COVER PAGE

Report for the Calendar Year or Quarter Ended: March 31, 2000 3

Check here if Amendment []; Amendment Number:

This Amendment (Check only one.): [] is a restatement.

[] adds new holdings entries.

Institutional Investment Manager Filing this Report:

Name: Morgan Stanley Dean Witter & Co.

Address: 1585 Broadway

New York, NY 10036

13F File Number: 28-3432

May-00

The institutional manager filing this report and the person by whom it is signed hereby represent that the person signing the form is authorized to submit it, that all information contained herein is true, correct and complete, and that it is understood that all required items, statements, schedules, lists and tables, are considered integral parts of this form.

Person Signing this Report on Behalf of Reporting Manager:

NAME: DENNINE BULLARD

TITLE: MORGAN STANLEY & CO.

PHONE: 212-761-4452

Signature, Place, and Date of Signing

/s/ Dennine Bullard

New York, NY 10036

15-May-00

Report Type (Check only one):

[X] 13F Holdings Report

[] 13F Notice

[] 13F Combination Report

List of Other Mangers Reporting for this Manager:

I AM SIGNING THIS REPORT AS REQUIRED BY THE SECURITIES EXCHANGE ACT OF 1934.

CONFIDENTIAL TREATMENT EXPIRED

PROCESSED NOV 14 2003 THOMSON FINANCIAL

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FORM 13F SUMMARY PAGE

Report Summary:

Number of Other Included Managers:

1

Form 13F Information Table Entry Total: 3

Form 13F Information Table Value:

\$85,458,000

NO. 04 13F FILE NUMBER 28-00729 NAME

Morgan Stanley & Co. Incorporated

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PAGE 1 OF 1

FORM 13F NAME OF REPORTING MANAGER: MORGAN STANLEY DEAN WITTER & CO. DATE: 03/31/00

			<u></u>	SEC USE ONLY		ITEM 6:						
ITEM 2:		ITEM 3:	ITEM 4:	SHARES OR		DISCRETION		ITEM 7:	OV)	(VOTING AUTHORITIES)	į (S:	
TITLE OF CLASS		CUSIP NUMBER:	FAIR MARKET VALUE	PRINCIPAL AMOUNT	SOLE	SHR	Н	MANAGERS	SOLE	SHARED	NONE	بھیرین بیدہ
CONCENTRIC NETWORKS COM	H	20-589R1-07	50,342	915,301		×		04	915,301			
COM		50-19171-08	20,491	895,800		×		90	895,800			
SNYDER COMMUNICATIONS COM		83-29141-05	14,625	000'059		×		04	650,000			
				2,461,101								

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PAGE 1 OF 1

FORM 13F NAME OF REPORTING MANAGER: MORGAN STANLEY DEAN WITTER & CO. DATE: 03/31/00

				SEC USE ONLY							
ITEM 1:	ITEM 2:	ITEM 3:	ITEM 4:	ITEM 5: SHARES OR		ITEM 6: INVESTMENT DISCRETION		ITEM 7:	TOV)	ITEM 8: (VOTING AUTHORITIES)	(S)
NAME OF ISSUER	TITLE OF CLASS	CUSIP NUMBER:	FAIR MARKET VALUE	PRINCIPAL	SOLE	SHR	ОТН	MANAGERS	SOLE	SHARED	NONE
CONCENTRIC NETWORKS COM	COM	20-589R1-07	50,342	915,301		×		. 04	915,301		
LG & E ENERGY CORP.	COM	50-19171-08	20,491	895,800		×		90	895,800		. •
SNYDER COMMUNICATIONS COM	COM	83-29141-05	14,625	650,000		×	:	04	650,000		
GRAND TOTAL				2,461,101							

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PAGE 1 OF 1

FORM 13F
NAME OF REPORTING MANAGER: MORGAN STANLEY DEAN WITTER & CO.
DATE: 03/31/00

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ITEM 1:	ITEM 2:		ITEM 4:	ITEM 5: SHARES OR		ITEM 6: INVESTMENT DISCRETION		ITEM 7:	VOT.	ITEM 8: (VOTING AUTHORITIES)	(S
. NAME OF ISSUER	CLASS	CUSIP NUMBER:	FAIR MARKET VALUE	PRINCIPAL	SOLE	SHR	ОТН	MANAGERS	SOLE	SHARED	NONE
CONCENTRIC NETWORKS COM	COM	20-589R1-07	50,342	915,301	-	×		04	915,301		
LG & E ENERGY CORP.	COM	50-19171-08	20,491	895,800		×			895,800		
SNYDER COMMUNICATIONS COM	COM	83-29141-05	14,625	650,000		×		8	650,000		
GRAND TOTAL				2,461,101							
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CONFIDENTIAL
PAGE 1 OF 1

FORM 13F NAME OF REPORTING MANAGER: MORGAN STANLEY DEAN WITTER & CO. DATE: 03/31/00

				SEC USE ONLY							٠.
ITEM 1:	ITEM 2:	ITEM 3.	ITEM 4	ITEM 5. SHARES OR		ITEM 6: INVESTMENT DISCRETION :	-	ITEM 7:	TOV)	ITEM 8: (VOTING AUTHORITIES)	(SE
NAME OF ISSUER	CLASS	CUSIP NUMBER:	FAIR MARKET VALUE	PRINCIPAL AMOUNT	SOLE	SHR	HTO	MANAGERS	SOLE	SHARED	NONE
CONCENTRIC NETWORKS COM	СОМ	20-589R1-07	50,342	915,301		×		04	915,301		
LG & E ENERGY CORP.	COM	50-19171-08	20,491	895,800		×		04	895,800		
SNYDER COMMUNICATIONS COM	COM	83-29141-05	14,625	.000'039		×		04	650,000		
GRAND TOTAL				2,461,101							

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PAGE 1 OF 1

FORM 13F NAME OF REPORTING MANAGER: MORGAN STANLEY DEAN WITTER & CO. DATE: 03/31/00

				SEC USE ONLY		•					
ITEM 1:	ITEM 2:	ITEM 3.	ITEM 4:	ITEM 5: SHARES OR		ITEM 6: INVESTMENT DISCRETION		ITEM 7:	NOT	ITEM 8: (VOTING AUTHORITIES)	(S:
NACCO TO SECOND	CLASS	COSIP NUMBER:	YALUE	PRINCIPAL	SOLE	SHR	ОТН	MANAGERS	SOLE	SHARED	NONE
CONCENTRIC NETWORKS COM	сом	20-589R1-07	50,342	915,301		×		04	915,301		
LG & E ENERGY CORP.	COM	50-19171-08	20,491	895,800		×		90	895,800		
SNYDER COMMUNICATIONS COM	COM	83-29141-05	14,625	650,000		×		8	000'059		
GRAND TOTAL				2,461,101							

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PAGE 1 OF 1

FORM 13F
NAME OF REPORTING MANAGER: MORGAN STANLEY DEAN WITTER & CO.
DATE: 03/31/00

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00	650,000	04		×		650,000	14,625	83-29141-05	S COM	SNYDER COMMUNICATIONS COM
00	895,800	04		×		895,800	20,491	50-19171-08	COM	LG & E ENERGY CORP.
01	915,301	04		×		915,301	50,342	20-589R1-07	COM	CONCENTRIC NETWORKS COM
SHARED NONE	SOLE	MANAGERS	ОТН	SHR	SOLE	AMOUNT	VALUE	NUMBER:	CLASS	
ITEM 8: (VOTING AUTHORITIES)		11EM 7:		ITEM 6: INVESTMENT DISCRETION		ITEM 5: SHARES OR	ITEM 4:	ITEM 3.	ITEM 2:	ITEM 1: NAME OF ISSUER
						SEC USE ONLY				

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