

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

FORM 8-K
CURRENT REPORT
PURSUANT TO SECTION 13 OR 15(d) OF THE
SECURITIES EXCHANGE ACT OF 1934

Date of report (date of earliest event reported): **March 4, 2004**

J.P. MORGAN CHASE & CO.

(Exact Name of Registrant as Specified in its Charter)

Delaware	1-5805	13-2624428
(State or Other Jurisdiction of Incorporation)	(Commission File Number)	(IRS Employer Identification Number)

270 Park Avenue, New York, NY	10017
(Address of Principal Executive Office)	(Zip Code)

Registrant's telephone number, including area code: **(212) 270-6000**

Item 7. Financial Statements, Pro Forma Financial Information and Exhibits

(c) *Exhibits*

The following are furnished as exhibits to this report:

99.1 Consent of KPMG LLP, independent accountants of Bank One Corporation.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, as amended, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

J.P. MORGAN CHASE & CO.

Date: March 4, 2004

By: /s/ David B. Edelson

Name: Treasurer and Executive Vice
Title: President

EXHIBIT INDEX

<u>Exhibit No.</u>	<u>Description</u>
99.1	Consent of KPMG LLP, independent accountants of Bank One Corporation.

Consent of independent accountants

We hereby consent to reference to us under the heading, "EXPERTS," in each of the Prospectus Supplements, dated March 2, 2004 to the Prospectus, dated August 19, 2003 included in the Registration Statement on Form S-3 (Registration No. 333-107207) of J.P. Morgan Chase & Co.

/s/ KPMG LLP

KPMG LLP

Chicago, Illinois

March 4, 2004