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DOW CHEMICAL CO /DE/ Form 424B2 June 08, 2009

Filed Under Rule 424(b)(2), Registration Statement No. 333-140859

(Corrected) Pricing Supplement No. 49 dated June 1, 2009 (To: Prospectus Dated February 23, 2007 and Prospectus Supplement Dated October 29, 2008)

1st

CUSIP	Principal	Selling	Gross		Coupon	Coupon	Maturity	1st Coupon	Coupon	Survivor	s Product
Number	Amount	Price	Concession	Net Proceeds	Rate	Frequency	Date	Date	Amount	Option	Ranking
26054LGC1	\$ 21,426,000	100.000%	1.250%	\$ 21,158,175.00	7.60%	SEMI-	6/15/2014	12/15/2009	\$40.32	YES	Senior
						ANNUAL					Unsecured
											Notes

Redemption Information: Callable at 100.000% on 6/15/2010 and every coupon date thereafter

Joint Lead Managers and Lead Agents: Banc of America Securities LLC, InCapital LLC Agents: Charles Schwab & Co. Inc.,

Citigroup Global Markets Inc., Merrill Lynch, Pierce, Fenner & Smith Incorporated, Morgan Stanley & Co. Incorporated, UBS Securities LLC, Wachovia Securities LLC

The Dow Chemical Company InterNotes will be subject to redemption at the option of The Dow Chemical Company, in whole on the Interest Payment Date occurring any time on or after 6/15/2010 at a redemption price equal to 100% of the principal amount of The Dow Chemical Company InterNotes, plus accrued interest thereon, if any, upon at least 30 days prior notice to the Noteholder and the Trustee, as described in the Prospectus.

26054LGD9 \$ 5,215,000 100.000% 1.450% \$ 5,139,382.50 8.00% SEMI- 6/15/2016 12/15/2009 \$42.44 YES Senior Unsecured Notes

Redemption Information: Callable at 100.000% on 6/15/2010 and every coupon date thereafter

Joint Lead Managers and Lead Agents: Banc of America Securities LLC, InCapital LLC Agents: Charles Schwab & Co. Inc., Citigroup Global Markets Inc.,

Merrill Lynch, Pierce, Fenner & Smith Incorporated, Morgan Stanley & Co. Incorporated, UBS Securities LLC, Wachovia Securities LLC

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26054LGE7 \$ 7,271,000 100.000% 1.80% \$ 7,140,122.00 8.70% SEMI- 6/15/2019 12/15/2009 \$46.16 YES Senior ANNUAL Unsecured Notes

Redemption Information: Callable at 100.000% on 6/15/2010 and every coupon date thereafter

Joint Lead Managers and Lead Agents: Banc of America Securities LLC, InCapital LLC Agents: Charles Schwab & Co. Inc.,

Citigroup Global Markets Inc., Merrill Lynch, Pierce, Fenner & Smith Incorporated, Morgan Stanley & Co. Incorporated, UBS Securities LLC, Wachovia Securities LLC

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Trade Date: Monday, 2009 @ 12:00 PM ET June 1 The Dow Chemical Company

Settle Date: Thursday, 2009 June 4 The Dow Chemical Company InterNotes

The Dow Chemical Company

Minimum Denomination/Increments: \$1,000/\$1,000

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All trades settle flat and clear SDFS: DTC Book-Entry Only

DTC number: 0235 via RBC Dain Rauscher Inc.

If the maturity date or an interest payment date for any note is not a Business day

(as term is defined in the Prospectus), principal, premium, if any, and interest for that note is

paid on the next Business day, and no interest will accrue from, and after, the maturity date

or interest payment date.

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