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**CALCULATION OF REGISTRATION FEE**

<b>Title of Each Class of Securities Offered</b>	<b>Maximum Aggregate Offering Price</b>
3.30% Dow InterNotes <sup>®</sup> due December 15, 2015	\$2,916,000
4.25% Dow InterNotes <sup>®</sup> due December 15, 2017	\$3,395,000
4.85% Dow InterNotes <sup>®</sup> due December 15, 2020	\$1,275,000
<b>TOTAL</b>	<b>\$7,586,000</b>

(1) The filing fee of \$540.88 is calculated in accordance with Rule 457(r) under the Securities Act of 1933

<http://www.sec.gov/Archives/edgar/data/29915/000119312510284394/d424b2.htm>

## Pricing Supplement No. 82—dated December 20, 2010 (To: Prospectus Dated February 19, 2010 and Prospectus Supp

CUSIP Number	Principal Amount	Selling Price	Gross Concession	Net Proceeds	Coupon Rate	Coupon Frequency	Maturity Date	1st Coupon Date
26054LLF8	\$2,916,000.00	100.000%	1.250%	\$2,879,550.00	3.30%	SEMI-ANNUAL	12/15/2015	06/15/2011

**Redemption Information: Callable at 100.000% on 12/15/2011 and every coupon date thereafter**

**Joint Lead Managers and Lead Agents:** BofA Merrill Lynch, InCapital LLC **Agents:** Charles Schwab & Co. Inc.,

Citigroup Global Markets Inc., Morgan Stanley & Co. Incorporated, UBS Investment Bank, Wells Fargo Advisors 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 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 th

26054LLG6	\$3,395,000.00	100.000%	1.450%	\$3,345,772.50	4.25%	SEMI-ANNUAL	12/15/2017	06/15/2011
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**Redemption Information: Callable at 100.000% on 12/15/2011 and every coupon date thereafter**

**Joint Lead Managers and Lead Agents:** BofA Merrill Lynch, InCapital LLC **Agents:** Charles Schwab & Co. Inc., Citigroup Global Markets Inc.,

Morgan Stanley & Co. Incorporated, UBS Investment Bank, Wells Fargo Advisors LLC

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26054LLH4	\$1,275,000.00	100.000%	1.80%	\$1,252,050.00	4.85%	SEMI-ANNUAL	12/15/2020	06/15/2011
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**Redemption Information: Callable at 100.000% on 12/15/2011 and every coupon date thereafter**

**Joint Lead Managers and Lead Agents:** BofA Merrill Lynch, InCapital LLC **Agents:** Charles Schwab & Co. Inc.,

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**The Dow Chemical Company**

Trade Date: Monday, December 20, 2010 @ 12:00 PM ET

Settle Date: Thursday, December 23, 2010

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

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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