

DOW CHEMICAL CO /DE/

Form 424B3

September 02, 2008

The information in this preliminary pricing supplement is not complete and may be changed. This preliminary pricing supplement and the accompanying prospectus supplement and prospectus are not offers to sell these securities and are not soliciting an offer to buy these securities in any jurisdiction where the offer or sale is not permitted.

Subject to Completion

Preliminary Pricing Supplement dated September 2, 2008

Filed Under Rule 424(b)(3), Registration Statement No. 333-101647

Pricing Supplement No. 39 dated September 2, 2008 (To: Prospectus Dated December 18, 2002 and Prospectus Supplement Dated April 25, 2003)

CUSIP Number	Principal Amount	Selling Price	Gross Concession	Net Proceeds	Coupon Rate	Coupon Frequency	Maturity Date	1st Coupon Date	Coupon Amount	Survivor s Option	Product Ranking
26054LEX7		100.000%	1.000%		5.50%	SEMI-ANNUAL	09/15/2013	03/15/2009	\$28.11	YES	Senior Unsecured Notes

Redemption Information: Callable at 100.000% on 09/15/2009 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 09/15/2009 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.

26054LEY5		100.000%	1.200%		5.85%	SEMI-ANNUAL	09/15/2015	03/15/2009	\$29.90	YES	Senior Unsecured Notes
-----------	--	----------	--------	--	-------	-------------	------------	------------	---------	-----	------------------------

Redemption Information: Callable at 100.000% on 09/15/2009 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 09/15/2009 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.

Trade Date: Tuesday, September 8, 2008 @ 12:00 PM ET

The Dow Chemical Company

Settle Date: Friday, September 11, 2008

The Dow Chemical Company InterNotes

**The Dow
Chemical**

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

Edgar Filing: DOW CHEMICAL CO /DE/ - Form 424B3

Company 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 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.

InterNotes® is a registered trade mark of INCAPITAL, LLC. All rights reserved