

September 29, 2022

Chief, Information Technology  
Securities and Exchange Commission  
Division of Corporate Finance  
100 F Street, NE MS 3040  
Washington, DC 20549

To whom it may concern:

The NYSE American certifies its approval for listing and registration of the Redeemable Warrants, each whole warrant exercisable for one share of Class A Common Stock at an exercise price of \$11.50, of FOXO Technologies Inc. under the Exchange Act of 1934.

Sincerely,

