



CertAMP

November 30, 2005

Mr. Brian Johnson
Branch Chief
Filer Support 2
Office of Filing Information
Securities and Exchange Commission
Judiciary Plaza
450 Fifth Street, NW
Washington, D.C. 20549

Dear Mr. Johnson:

This is to certify that on November 14, 2005 the American Stock Exchange LLC (the "Exchange") received from Bexil Corporation (the "Registrant"), a copy of the Registrant's application on Form 8-A for the registration of the following securities:

Rights to Purchase Series A Participating
Preferred Stock

We further certify that the above described securities have been approved by the Exchange for listing and registration.

We understand that the Registrant is seeking immediate acceleration of the effective date of registration, and we hereby join in such request.

Sincerely,

Bryan Fischer

Bryan Fischer
Managing Director
Listing Qualifications Department

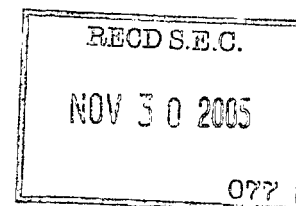
cc: Herbert Scholl

American Stock Exchange
66 Trinity Place
New York, NY 10008-1872



05072034

1-12233



PROCESSED
DEC 01 2005