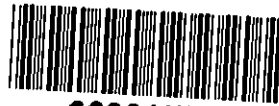


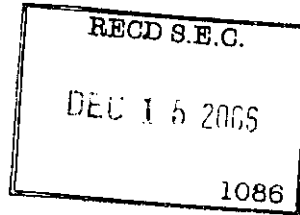
CERTAMX



AMERICAN STOCK EXCHANGE  
Equities Options ETFs



06064115



American Stock Exchange  
88 Trinity Place  
New York, NY 10006-1872

1329377

1-32621

December 15, 2006

Mr. Brian Johnson  
Branch Chief  
Filer Support 2  
Office of Filing Information  
Securities and Exchange Commission  
100 F Street, NE  
Washington, D.C. 20549

Dear Mr. Johnson:

This is to certify that on November 29, 2006 the American Stock Exchange LLC (the "Exchange") received from First Trust Exchange-Traded-Fund (the "Registrant") a copy of the Registrant's and application on Form 8-A for the registration of the following securities:

Common Shares of Beneficial Interest, \$.01 par value per share, of First Trust Value Line(R) Equity Dividend Index Fund

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  
Managing Director  
Listing Qualifications Department

cc: Herbert Scholl

PROCESSED

DEC 19 2006

THOMSON FINANCIAL

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