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NASDAQ

THE NASDAQ STOCK MARKET
LISTING QUALIFICATIONS DEPARTMENT
8800 BLACKWELL ROAD
HOCKVILLE, MD 20630

Gary Sundick
Vice President
Listing Qualifications

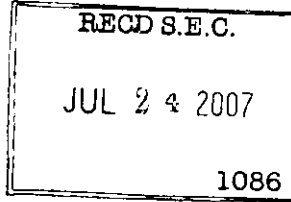
CERTN A S

1-33610

By Facsimile and First Class Mail

July 24, 2007

Ms. Cecile Peters
Chief, IT Services
Division of Corporation Finance
U.S. Securities and Exchange Commission
100 F Street, N.E.
Washington, D.C. 20549



PROCESSED

JUL 26 2007

THOMSON
FINANCIAL

Dear Ms. Peters:

This is to certify that on July 23, 2007 The Nasdaq Stock Market (the "Exchange") received from Rex Energy Corporation (the "Registrant") a copy of the Registrant's application on Form 8-A 12(b) for the registration of the following security:

Common Stock, \$0.001 par value

We further certify that the security described above has been approved by the Exchange for listing and registration upon official notice of issuance.

We understand that the Registrant is seeking effectiveness of the Form 8-A 12(b) concurrently with effectiveness of its 1933 Act Registration Statement, and we hereby join in such request.

Sincerely,

Gary Sundick

END