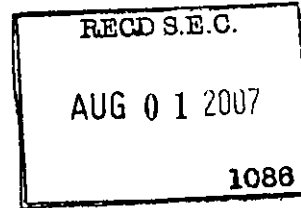




THE NASDAQ STOCK MARKET
LISTING QUALIFICATIONS DEPARTMENT
3000 BROADWAY
ROCKVILLE, MARYLAND



Michael S. Emen
Senior Vice President
Listing Qualifications

By Facsimile and First Class Mail

August 1, 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



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001-33619

CERTNAS

Dear Ms. Peters:

This is to certify that on July 25, 2007 The Nasdaq Stock Market (the "Exchange") received from NANODYNAMICS, INC. (the "Registrant") a copy of the Registrant's application on Form 8-A 12(b) for the registration of the following security:

Common Stock, par value \$0.001 per share

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,

PROCESSED
AUG 02 2007
THOMSON
FINANCIAL

END