



THE NASDAQ STOCK MARKET  
LISTING QUALIFICATIONS DEPARTMENT  
8000 BLACKWELL ROAD  
ROCKVILLE MD 20850

REC'D S.E.C.  
OCT 30 2007  
1086

Michael S. Emon  
Senior Vice President  
Listing Qualifications

By Facsimile and First Class Mail

October 30, 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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FINANCIAL

Dear Ms. Peters:

This is to certify that on October 24, 2007 The Nasdaq Stock Market (the "Exchange") received from AirMedia Group Inc. (the "Registrant") a copy of the Registrant's application on Form 8-A 12(b) for the registration of the following security:

American Depositary Shares, each representing two ordinary shares

Ordinary Shares, par value \$0.001 per share\*

\* Application to be made for listing, not for trading, but only in connection with the registration of the American Depositary Shares pursuant to requirements of the Securities and Exchange Commission.

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,

END