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**NASDAQ**

THE NASDAQ STOCK MARKET  
2600 BLACKWELL ROAD  
ROCKVILLE, MD 20850

Received SEC

JAN 06 2010

Washington, DC 20549

William Slattery  
Vice President  
Listing Qualifications

CERTNAS  
001-34534

By Facsimile and First Class Mail

January 6, 2010

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

Dear Ms. Peters:

This is to certify that on November 9, 2009 The Nasdaq Stock Market (the "Exchange") received from ~~Athens Bancshares 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, par value \$0.01 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 immediate acceleration of the effective date of registration, and we hereby join in such request.

Sincerely,

*William Slattery*