



10010452

NASDAQ

THE NASDAQ STOCK MARKET
8800 BLACKWELL ROAD
ROCKVILLE, MD 20850

CERTNAS

Gary Sundick
Vice President
Listing Qualifications

By Facsimile and First Class Mail

February 1, 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

Received SEC
FEB 01 2010
Washington, DC 20549

1-34620

Dear Ms. Peters:

This is to certify that on February 1, 2010 The Nasdaq Stock Market (the "Exchange") received from Ironwood Pharmaceuticals, Inc. (the "Registrant") a copy of the Registrant's application on Form 8-A 12(b) for the registration of the following securities:

Class A Common Stock, \$0.001 par value per share

We further certify that the securities described above have 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 N. Sundick

THE NASDAQ STOCK MARKET (NASDAQ) LISTING OF COMMON STOCK OF THE REGISTRANT DOES NOT CONSTITUTE AN ENDORSEMENT OR A GUARANTEE OF THE ACCURACY OF ANY INFORMATION PROVIDED BY THE REGISTRANT TO NASDAQ. NASDAQ MAKES NO REPRESENTATION AS TO THE ACCURACY OF ANY INFORMATION PROVIDED BY THE REGISTRANT TO NASDAQ.