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NASDAQ

THE NASDAQ STOCK MARKET
8600 BLACKWELL ROAD
ROCKVILLE, MD 20850

Received SEC
MAY 21 2010
Washington, DC 20549

Gary Sundick
Vice President
Listing Qualifications

CGTNAS
001-32845

By Electronic Delivery to: filer-support@sec.gov

May 21, 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 May 21, 2010, The Nasdaq Stock Market (the "Exchange") received from **General Finance Corporation** (the "Registrant") a copy of the Registrant's application on Form 8-A 12(b)/A for the registration of the following security:

Subscription Rights to Purchase Units of Common Stock
and Warrants to Purchase Common Stock

We further certify that the security described above has been approved by the Exchange for listing and registration.

We understand that the Registrant is seeking immediate acceleration of the effective date of registration, and we hereby join in such request.

Sincerely,

Gary N. Sundick