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February 22, 2012

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Received SEC  
FEB 22 2012  
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CERT NYS  
File No. 001-11290

To whom it may concern:

The New York Stock Exchange certifies approval for listing and registration under the Securities Exchange Act of 1934, NATIONAL RETAIL PROPERTIES, INC., Depository Shares, each representing a 1/100<sup>th</sup> interest in a share of 6.625% Series D Cumulative Redeemable Preferred Stock, par value \$0.01 per share, and requests immediate acceleration of registration. Adequate distribution assured. Form 8-A received on February 22, 2012. Tentative listing date - February 27, 2012.

Sincerely,