

Parasand Madho
Director
Corporate Actions & Market Watch

Received SEC



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Washington, DC 20549



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CEITNYX

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Chief, Information Technology
Securities and Exchange Commission
Division of Corporation Finance
100 F Street, NE MS 3040
Washington, DC 20549

To whom it may concern:

The New York Stock Exchange certifies approval for listing and registration under the Exchange Act of 1933, ZAIS FINANCIAL CORP., Common Stock, \$0.01 par value per share. The NYSE requests simultaneous acceleration of registration of the Securities Exchange Act of 1934, together with the 1933 Act. Adequate distribution assured. Form 8-A received on February 5, 2013. Tentative listing date – February 8, 2013.

Sincerely,

Parasand Madho

February 4, 2013

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