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CERTNYS  
File# 1-10804

Silvio Conte (Joe)  
Head of Corporate Actions  
Global Listings

New York Stock Exchange  
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Received SEC  
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Washington, DC 20549

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

To whom it may concern:

The New York Stock Exchange certifies its approval for listing and registration of the Fixed to Floating Rate Subordinated Notes Due 2047 of XLIT LTD., guaranteed by **XL GROUP LTD**, under the Exchange Act of 1934.

Sincerely,