

William Slattery  
Vice President  
Listing Qualifications

August 14, 2020

Division of Corporation Finance  
U.S. Securities and Exchange Commission  
100 F Street, N.E.  
Washington, D.C. 20549

Division of Corporation Finance:

This is to certify that on August 12, 2020, The Nasdaq Stock Market (the "Exchange") received from Lionheart Acquisition Corporation II (the "Registrant") a copy of the Registrant's application on Form 8-A 12(b) for the registration of the following securities:

Units, each consisting of one share of Class A Common Stock  
and one-half of one Redeemable Warrant to purchase one share of Class A Common Stock

Class A Common Stock, par value \$0.0001 per share

Redeemable Warrants, each exercisable for one share of Class A Common Stock  
at an exercise price of \$11.50

We further certify that the securities described above have been approved by the Exchange for listing and registration upon official notice of issuance.

Sincerely,

