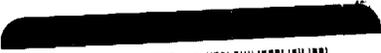


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CERTNYS



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1-32594



August 9, 2005

REC'D S.E.C.
AUG - 9 2005
1080

Mr. Brian Johnson
Branch Chief
Securities and Exchange Commission
Branch of Filer Support 2
Room 2531 - STOP 1004
100 F Street, NE
Washington, DC 20549

PROCESSED
AUG 10 2005



THOMSON
FINANCIAL

Dear Mr. Johnson:

The New York Stock Exchange certifies approval for listing and registration under the Exchange Act of 1933, Heartland Payment Systems, Inc., Common Shares, \$0.001 par value. 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 August 9, 2005. Tentative listing date - August 11, 2005.

Sincerely,

1-32594