



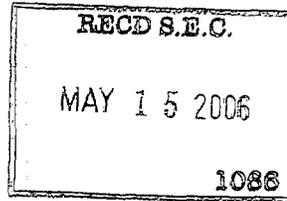
**AMERICAN
STOCK EXCHANGE®**

Equities Options ETFs

CERT AMX

May 15, 2006

Mr. Brian Johnson
Branch Chief
Filer Support 2
Office of Filing Information
Securities and Exchange Commission
100 F Street NE
Washington DC 20549



1-32879

American Stock Exchange
86 Trinity Place
New York, NY 10006-1872



06032585

Dear Mr. Johnson:

This is to certify that on May 15, 2006, the American Stock Exchange, Inc. (the "Exchange") received from Velocity Asset Management, Inc. (the "Registrant") a copy of the Registrant's application on Form 8A 12 B for the registration of the following securities:

Series A Convertible Preferred Stock

We further certify that the above described security has been approved by the Exchange for listing and registration.

We understand that the Registrant is seeking immediate acceleration of the effective date of registration, and we hereby join in such request.

Sincerely,

Bryan Fischer

Bryan Fischer
Managing Director
Listing Qualifications Department

cc: Herbert Scholl

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MAY 16 2006

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