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**AMERICAN
STOCK EXCHANGE**
Equities Options ETFs



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ICEB

American Stock Exchange
66 Trinity Place
New York, NY 10008-1872
T 212 306 1302
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December 8, 2006

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

Dear Mr. Johnson:

This is to certify that on December 8, 2006, the American Stock Exchange, Inc. (the "Exchange") received from U.S. Gold Corporation (the "Registrant") a copy of the Registrant's application on Form 8A 12 B for the registration of the following securities:

Common stock, no par value per share

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
Managing Director
Listing Qualifications Department

cc: Herbert Scholl

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FINANCIAL**