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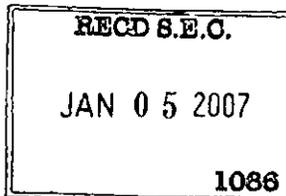
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NASDAQ

THE NASDAQ STOCK MARKET
LISTING QUALIFICATIONS DEPARTMENT
5600 BLACKWELL ROAD
ROCKVILLE, MD 20850

1-33246

Gary Sundick
Vice President
Listings/Investigations



By Facsimile and First Class Mail

January 4, 2007

Mr. Brian K. Johnson
Office of Filings and Information Services
U.S. Securities and Exchange Commission
100 F Street, N.E.
Washington, D.C. 20549

PROCESSED

JAN 11 2007

THOMSON
FINANCIAL

Dear Mr. Johnson:

This is to certify that on January 4, 2007, The Nasdaq Stock Market (the "Exchange") received from MSB Financial Corp. (the "Registrant") a copy of the Registrant's application on Form 8-A 12(b) for the registration of the following security:

Common Stock

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

We understand that the Registrant is seeking effectiveness of the Form 8-A 12(b) concurrently with effectiveness of its 1933 Act Registration Statement, and we hereby join in such request.

Sincerely,

Gary Sundick

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