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NASDAQ STOCK MARKET
LISTING QUALIFICATION DEPARTMENT
3500 BLENKOWITZ ROAD
BOSTONVILLE, MD 20830

1-33263

Gary Sundick
Vice President
Listings/Investigations

By Facsimile and First Class Mail

January 25, 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

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Dear Mr. Johnson:

This is to certify that on January 24, 2007 The Nasdaq Stock Market (the "Exchange") received from NASDAQ Premium Income & Growth Fund Inc. (the "Registrant") a copy of the Registrant's application on Form 8-A 12(b) for the registration of the following security:

Common Stock, \$0.001 par value

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

