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**AMERICAN
STOCK EXCHANGE**
Equities Options ETFs

American Stock Exchange
88 Trinity Place
New York, New York 10006-1872

August 24, 2007

Ms. Cecile Peters
Chief, IT Services
Division of Corporate Finance
Securities and Exchange Commission
100 F Street, NE
Washington, D.C. 20549

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**THOMSON
FINANCIAL**

Dear Ms. Peters:

This is to certify that on August 23, 2007 the American Stock Exchange LLC (the "Exchange") received from First Trust Exchange-Traded Fund II (the "Registrant"), a copy of the Registrant's application on Form 8-A for the registration of the following securities:

Common Shares of Beneficial Interest, \$.01 par value per share, of
First Trust DJ STOXX(R) Select Dividend 30 Index Fund

Common Shares of Beneficial Interest, \$.01 par value per share, of
First Trust FTSE EPRA/NAREIT Global Real Estate Index Fund

We further certify that the above described securities have 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

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**The Division of
Investment Management**

cc: Herbert Scholl



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Fax

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

Date: August 24, 2007

To: Ms. Cecile Peters

From: Jamie Paturelli

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Pages: (Including cover sheet)

END