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NASDAQ[®]

THE NASDAQ STOCK MARKET
LISTING QUALIFICATIONS DEPARTMENT
9000 BLACKWELL TURNPIKE
HULYVILLE, MD 20650

Gary Sundick
Vice President
Listings/Investigations

CERTINAS

By Facsimile and First Class Mail

REC'D S.E.C.
JUN 26 2007
1086

1-33532

June 26, 2007

Ms. Cecile Peters
Chief, IT Services
Division of Corporation Finance
U.S. Securities and Exchange Commission
100 F Street, N.E.
Washington, D.C. 20549

PROCESSED
JUN 28 2007
THOMSON FINANCIAL

Dear Ms. Peters:

This is to certify that on June 19, 2007 The Nasdaq Stock Market (the "Exchange") received from AUTHENTEC, 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, par value \$0.01 per share

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

END