



THE NASDAQ STOCK MARKET  
LISTING QUALIFICATIONS DEPARTMENT  
1500 BLACKWELL ROAD  
ROCKVILLE MD 20850

Michael S. Emen  
Senior Vice President  
Listing Qualifications

PROCESSED  
SEP 24 2007  
THOMSON  
FINANCIAL  
RBCD B.E.C.  
SEP 19 2007  
1086

*By Facsimile and First Class Mail*

September 19, 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



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CERTNAS 001-33689

Dear Ms. Peters:

This is to certify that on September 19, 2007 The Nasdaq Stock Market (the "Exchange") received from Athenahealth, 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, \$0.01 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,

END