



**AMERICAN
STOCK EXCHANGE**
Equities Options ETFs

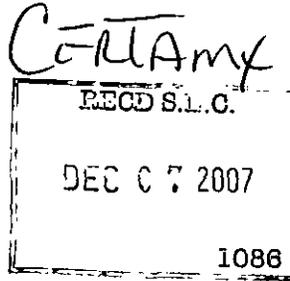


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American Stock Exchange
88 Trinity Place
New York, NY 10006-1872

December 7, 2007

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



1-33814

Dear Ms. Peters:

This is to certify that on December 5, 2007 the American Stock Exchange LLC (the "Exchange") received from Tremisis Energy Acquisition Corporation II (the "Registrant"), a copy of the Registrant's application on Form 8-A for the registration of the following securities:

Units, each consisting of one share of Common Stock
and one Common Stock Purchase Warrant

Common Stock, \$.0001 par value

Common Stock Purchase Warrants

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
Managing Director
Listing Qualifications Department

PROCESSED

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cc: Herbert Scholl

END