

1-15897



THE NASDAQ STOCK MARKET
LISTING QUALIFICATIONS DEPARTMENT
2000 BROADWAY
NEW YORK, NY 10008

Gary N. Sundick
Vice President
Listing Qualifications

RECEIVED
MAR 26 2008

The Division of
Investment Management

By Facsimile and First Class Mail

March 26, 2008

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
MAR 31 2008
B THOMSON
FINANCIAL

Dear Ms. Peters:

This is to certify that on March 26, 2008 The Nasdaq Stock Market (the "Exchange") received from iShares Trust (the "Registrant") a copy of the Registrant's application on Form 8-A 12(b) for the registration of the following securities:

iShares MSCI ACWI Index Fund
iShares MSCI ACWI ex US index Fund

We further certify that the securities described above have 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,



08016271



Date: **March 26, 2008**
 Number of pages including cover sheet: **2**

To:
Ms. Cecile Peters

 Division of Corporate Finance

 U.S. Securities & Exchange
 Commission

 Phone: 202-551-8135

 Fax phone: 202-777-1030

From:
Benjamin B. Haskell

 Listing Qualifications Department

 The Nasdaq Stock Market

 Phone: 301-978-8092

 Fax phone: 301-978-8069

REMARKS: Urgent For your review Reply ASAP Please comment

See attached.

To confirm the receipt of this transmission, or to report any problems with the transmission, please contact the operator sending this fax.

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END