

NASDAQ

THE NASDAQ STOCK MARKET
LISTING QUALIFICATIONS DEPARTMENT
8000 BLACKWELL ROAD
BETHESDA, MD 20814

Gary Sundick
Vice President
Listing Qualifications



08060236

By Facsimile and First Class Mail

November 10, 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

Dear Ms. Peters:

This is to certify that on November 10, 2008 The Nasdaq Stock Market (the "Exchange") received from American Italian Pasta Company (the "Registrant") a copy of the Registrant's application on Form 8-A 12(b) for the registration of the following security:

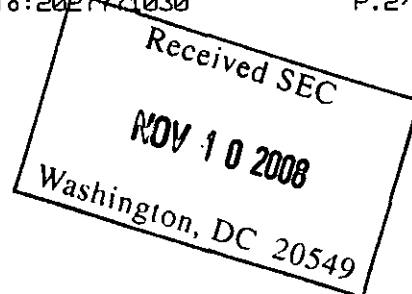
Class A Convertible Common Stock, par value \$0.001 per share

We further certify that the security described above has 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,

Gary Sundick



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