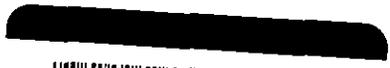




THE NASDAQ STOCK MARKET
LISTING QUALIFICATIONS DEPARTMENT
1100 HENRY STREET, SUITE 1000
ROCKVILLE, MD 20850

Received SEC
FEB 25 2009
Washington, DC 20549

P. William Slattery
Vice President
Listing Qualifications



09000960

CECINAS
001-32337

By Facsimile and First Class Mail

February 25, 2009

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 February 25, 2009 The Nasdaq Stock Market (the "Exchange") received from DreamWorks Animation SKG, Inc. (the "Registrant") a copy of the Registrant's application on Form 8-A 12(b) for the registration of the following security:

Class A 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.

We understand that the Registrant is seeking immediate acceleration of the effective date of registration, and we hereby join in such request.

Sincerely,

William Slattery

PROCESSED
MAR 6 2009
THOMSON REUTERS

END