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Received SEC
MAY 28 2009
Washington, DC 20549



THE NASDAQ STOCK MARKET
LISTING QUALIFICATIONS DEPARTMENT
3300 BALDWIN ROAD
CROFTSVILLE MD 21030

Gary Sundick
Vice President
Listing Qualifications

CERTNAS
001-32560

By Facsimile and First Class Mail

May 28, 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 May 28, 2009 The Nasdaq Stock Market (the "Exchange") received from **ICOP Digital, Inc.** (the "Registrant") a copy of the Registrant's application on Form 8-A 12(b) for the registration of the following security:

Class B Warrants to
purchase common stock

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,