



**NYSE Euronext**

Received SEC  
JUL 15 2009  
Washington, DC 20549

Michele Lee  
MANAGER  
CORPORATE ACTIONS

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*CERT NYS  
001-09186*

July 15, 2009

Ms. Velma T. Smith  
Branch Chief  
Securities and Exchange Commission  
Branch of Filer Support 2  
Room 2531  
100 F Street, NE  
Washington, DC 20549

Dear Ms. Smith:

The New York Stock Exchange certifies approval for listing and registration under the Securities Exchange Act of 1934, **TOLL BROTHERS, INC.**, Preferred Stock Purchase Rights and requests immediate acceleration of registration. Adequate distribution assured. Form 8-A received on Jun 19, 2009.

Sincerely,