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Washington, DC 20549

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July 15, 2009

*CLEARING
001-34405*

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, VALE CAPITAL II, 6.75% Guaranteed Notes due 2012, Series VALE-2012, and 6.75% Guaranteed Notes due 2012, Series VALE.P- 2012 and requests immediate acceleration of registration. Adequate distribution assured. Form 8-A received on July 13, 2009. Tentative listing date - July 16, 2009.

Sincerely,