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**NASDAQ**

THE NASDAQ STOCK MARKET  
LISTING QUALIFICATIONS DEPARTMENT  
3800 BALDUCKWELL ROAD  
ROCKVILLE, MD 20850

William Slattery  
Vice President  
Listing Qualifications

*CENTAS*

Received SEC  
**MAR 13 2009**  
Washington, DC 20549

*1-12570*

By Facsimile and First Class Mail

April 13, 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 April 13, 2009 The Nasdaq Stock Market (the "Exchange") received from CE Franklin Ltd. (the "Registrant") a copy of the Registrant's application on Form 8-A 12(b) for the registration of the following security:

Common Shares, no par value

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*