

CERTARCA

**NYSE Regulation**



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Craig A. Gray  
Manager, Listing Compliance  
Corporate Compliance

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April 18, 2011

Ms. Velma Smith, Branch Chief  
Securities and Exchange Commission  
Division of Corporation Finance – Filer Support Office  
100 F Street, N.W., Mail Stop 3040  
Washington, D.C. 20549

Re: First Trust Exchange-Traded AlphaDEX Fund II  
CIK: 0001510337  
SEC File No.: 001-35142  
Form Type: 8-A12B  
Filing Date: 4/14/2011

Dear Ms. Smith:

Please be advised that NYSE Regulation, Inc. has received (on April 14, 2011) an application from the above-referenced issuer and has approved the following securities for listing on NYSE Arca, Inc. (“Exchange”):

Common Shares of Beneficial Interest, \$.01 par value per share, of First Trust Asia Pacific Ex-Japan AlphaDEX(R) Fund

Common Shares of Beneficial Interest, \$.01 par value per share, of First Trust Europe AlphaDEX(R) Fund

Common Shares of Beneficial Interest, \$.01 par value per share, of First Trust Latin America AlphaDEX(R) Fund

Common Shares of Beneficial Interest, \$.01 par value per share, of First Trust Brazil AlphaDEX(R) Fund

Common Shares of Beneficial Interest, \$.01 par value per share, of First Trust China AlphaDEX(R) Fund

Common Shares of Beneficial Interest, \$.01 par value per share, of First Trust Japan AlphaDEX(R) Fund

Common Shares of Beneficial Interest, \$.01 par value per share, of First Trust South Korea AlphaDEX(R) Fund

Common Shares of Beneficial Interest, \$.01 par value per share, of First Trust Developed Markets Ex-US AlphaDEX(R) Fund

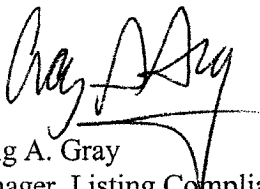
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Common Shares of Beneficial Interest, \$.01 par value per share, of First Trust Emerging Markets AlphaDEX(R) Fund

The Exchange requests acceleration of registration of these securities under the Securities Exchange Act of 1934. If there are any questions, please call me at (212) 656-4632. Your assistance is greatly appreciated.

Sincerely,

A handwritten signature in black ink, appearing to read "Craig A. Gray". The signature is stylized and written over a horizontal line.

Craig A. Gray  
Manager, Listing Compliance