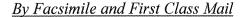


THE NASDAG STOCK MARKET 8600 BLACKWELL ROAD ROCKVILLE, MD 20860

OBUTNAS 001-32408

Gary Sundick Vice President Listing Qualifications



January 24, 2011

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 January 24, 2011 Nasdaq Stock Market (the "Exchange") received from Fairpoint Communications, Inc. (the "Registrant") a copy of the Registrant's application on Form 8-A 12(b) for the registration of the following security:

Common Stock, par value 0.01 per share

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,

Lary N. Sundick