

NYSE Euronext



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To whom it may concern:

The New York Stock Exchange certifies approval for listing and registration under the Securities Exchange Act of 1934, **ATLAS RESOURCE PARTNERS, L.P.**, Common Units representing Limited Partner Interests and requests immediate acceleration of registration. Adequate distribution assured. Amendment No. 5 to Form 10 received on February 14, 2012. Tentative listing date – Not yet determined.

Sincerely,