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NASDAQ

THE NASDAQ OMX GROUP

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Gary Sundick
Vice President
Listing Qualifications

By Electronic Mail: filer-support@sec.gov

April 4, 2012

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 March 26, 2012, The Nasdaq Stock Market (the "Exchange") received from Air T, Inc. (the "Registrant") a copy of the Registrant's application on Form 8-A for the registration of the following security:

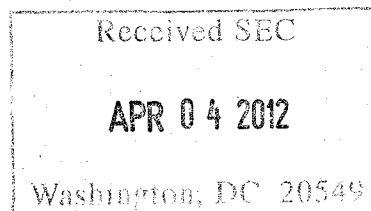
Preferred Stock Purchase Rights

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,

Gary N. Sundick



CERT NAS
File No. 001-35476