



**NASDAQ**  
THE NASDAQ OMX GROUP

William Slattery  
Vice President  
Listing Qualifications

Received SEC  
APR 10 2012  
Washington, DC 20549  
CERT NAS  
File No. 001-35497

By Electronic Mail Only

April 10, 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 April 6, 2012, The Nasdaq Stock Market (the "Exchange") received from BrightSource Energy, 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

We further certify that the security described above has been approved by the Exchange for listing and registration upon official notice of issuance.

We understand that the Registrant is seeking effectiveness of the Form 8-A 12(b) concurrently with effectiveness of its 1933 Act Registration Statement, and we hereby join in such request.

Sincerely,

*William Slattery*