



**NYSE Euronext**



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Chief, Information Technology  
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Received SEC  
APR 17 2012  
Washington, DC 20549

*CERT NYS*  
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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, TD Ameritrade Holding Corporation, Common Stock — \$0.01 par value per share, and requests immediate acceleration of registration. Adequate distribution assured. Form 8-A received on April 16, 2012. Tentative listing date — April 25, 2012.

Sincerely,