



12027472

Managing Director
Corporate Actions & Market Watch



Received SEC

MAY 24 2012

Washington, DC 20549

CERT NYS

File No. 001-13447

May 24, 2012

Chief, Information Technology
Securities and Exchange Commission
Division of Corporation Finance
100 F Street, NE MS 3040
Washington, DC 20549

To whom it may concern:

The New York Stock Exchange certifies approval for listing and registration under the Securities Exchange Act of 1934, ANNALY CAPITAL MANAGEMENT, INC., 7.625% Series C Cumulative Redeemable Preferred Stock, and requests immediate acceleration of registration. Adequate distribution assured. Form 8-A received on May 16, 2012. Tentative listing date – May 29, 2012.

Sincerely,