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**NASDAQ**  
THE NASDAQ OMX GROUP

Gary Sundick  
Vice President  
Listing Qualifications

**Received SEC**

JUL 26 2012

By Electronic Mail

July 26, 2012

Washington, DC 20549

CERT NAS

File No. 001-35611

Mr. Jeffrey Thomas  
Chief, IT Services  
Division of Corporation Finance  
U.S. Securities and Exchange Commission  
100 F Street, N.E.  
Washington, D.C. 20549

Dear Mr. Thomas:

This is to certify that on July 24, 2012 The Nasdaq Stock Market (the "Exchange") received from DEL FRISCO'S RESTAURANT GROUP, LLC (the "Registrant") a copy of the Registrant's application on Form 8-A 12(b) for the registration of the following security:

Common Stock, Par Value \$0.001 Per Share

We further certify that the security described above have 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,

*Gary N. Sundick*