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DEC 17 2012

Washington, DC 20549

**NASDAQ**  
THE NASDAQ OMX GROUP

William Slattery, CFA  
Vice President  
Listing Qualifications

By Electronic Mail

December 17, 2012

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

*CERTNAS*

*001-01927*

Dear Mr. Thomas:

This is to certify that on December 17, 2012 The Nasdaq Stock Market (the "Exchange") received from The Goodyear Tire and Rubber Company (the "Registrant") a copy of the Registrant's application on Form 8-A 12(b) for the registration of the following securities:

Common Stock, without par value

5.875% Mandatory Convertible Preferred Stock, without par value, with an initial liquidation preference of \$50 per share

We further certify that the securities described above have 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,

*William Slattery*