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Received SEC
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Washington, DC 20549

Chief, Information Technology
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Division of Corporate Finance
100 F Street, NE MS 3040
Washington, DC 20549

To whom it may concern:

The New York Stock Exchange certifies its approval for listing and registration of the 8.625% Class D Cumulative Redeemable Perpetual Preferred Units of Atlas Resource Partners, L.P. under the Exchange Act of 1934.

Sincerely,