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Edwin Mecabe
Managing Director
Corporate Actions Group

New York Stock Exchange
20 Broad Street, 17th Floor
New York, NY 10005
T +1 212 656 5026
F +1 212 656 5893
ed.mecabe@nyse.com

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

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CERT NYS
File No. 001-14760

To whom it may concern:

The New York Stock Exchange certifies its approval for listing and registration of the 7.125% Senior Notes Due 2019 of RAIT FINANCIAL TRUST under the Exchange Act of 1934.

Sincerely,