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**NASDAQ**  
THE NASDAQ OMX GROUP

SEP 23 2014

Washington, DC 20549

William Slattery, CFA  
Vice President  
Listing Qualifications

001-36630

By Electronic Mail

September 23, 2014

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

CIVITAS

Dear Mr. Thomas:

This is to certify that on September 18, 2014, The Nasdaq Stock Market (the "Exchange") received from Civitas Therapeutics, Inc. (the "Registrant") a copy of the Registrant's application on Form 8-A 12(b) for the registration of the following security:

Common Stock, \$0.001 par value

We further certify that the security described above has 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,

*William Slattery*