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Rockville, MD 20850

Received SEC

DEC 22 2014

Washington, DC 20549

001-35476

William Slattery, CFA  
Vice President  
Listing Qualifications

By Electronic Mail

December 22, 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

CERTINAS

Dear Mr. Thomas:

This is to certify that on December 15, 2014, The Nasdaq Stock Market (the "Exchange") received from Air T, Inc. (the "Registrant") a copy of the Registrant's application on Form 8-A 12(b) for the registration of the following security:

Preferred Stock Purchase Rights

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 immediate acceleration of the effective date of registration, and we hereby join in such request.

Sincerely,

*William Slattery*