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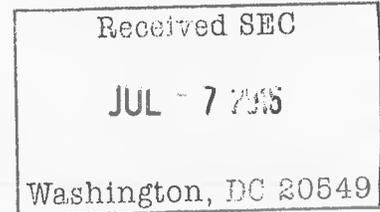
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William Slattery,
Vice President
Listing Qualifications



Electronic Mail Only

July 7, 2016

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

Dear Mr. Thomas:

This is to certify that on July 7, 2016, The Nasdaq Stock Market (the "Exchange") received from National General Holdings Corp. (the "Registrant") a copy of the Registrant's application on Form 8-A 12(b) for the registration of the following security:

National General Holdings Corp. Depositary Shares, each
Representing 1/40th of a Share of 7.50% Non-Cumulative
Preferred Stock, Series C

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