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NASDAQ
THE NASDAQ OMX GROUP

Received SEC
DEC 21 2012
Wash

William Slattery, CFA
Vice President

December 20, 2012

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 December 17, 2012 The Nasdaq Stock Market (the "Exchange") received from Liberty Spinco, Inc. (the "Registrant") a copy of the Registrant's application on Form 10-12(b) for the