



**AMERICAN  
STOCK EXCHANGE**  
Equities Options ETFs

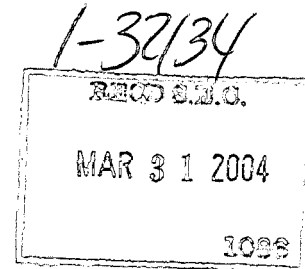
American Stock Exchange  
66 Trinity Place  
New York, NY 10006-1872  
T 212 306 1000

*CertAMX*

March 30, 2004



04011124



Mr. Brian Johnson  
Branch Chief  
Filer Support 2  
Office of Filing Information  
Securities and Exchange Commission  
Judiciary Plaza  
450 Fifth Street, NW  
Washington, D.C. 20549

Dear Mr. Johnson:

This is to certify that on March 30, 2004, the American Stock Exchange, Inc. (the "Exchange") received from Circle Group Holdings, Inc. (the "Registrant") a copy of the Registrant's application on Form-8A 12 B for the registration of the following securities:

Common Stock at \$.00005 par value per share

We further certify that the above described security has been approved by the Exchange for listing and registration.

We understand that the Registrant is seeking immediate acceleration of the effective date of registration, and we hereby join in such request.

Sincerely,

*Bryan Fischer*

Bryan Fischer  
Director  
Listing Qualifications Department

cc: Herbert Scholl

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