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NASDAQ

THE NASDAQ STOCK MARKET
LISTING QUALIFICATIONS DEPARTMENT
11800 BLACKWELL ROAD
FOLKVILLE, MD 21031

Michael S. Emen
Senior Vice President
Listing Qualifications

CERTNAS

1-340601

By Facsimile and First Class Mail

August 8, 2008

Ms. Cecile Peters
Chief, IT Services
Division of Corporation Finance
U.S. Securities and Exchange Commission
100 F Street, N.E.
Washington, D.C. 20549

Received SEC
AUG 08 2008
Washington, DC 20549

PROCESSED

AUG 13 2008

THOMSON REUTERS

Dear Ms. Peters:

This is to certify that on August 5, 2008 The Nasdaq Stock Market (the "Exchange") received from HSN, 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, par value \$0.01 per share

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,

END