



1-32167



American Stock Exchange
66 Trinity Place
New York, NY 10006

July 19, 2004

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

BEST AVAILABLE COPY

JUL 19 2004

Dear Mr. Johnson:

This is to certify that on July 19, 2004, the American Stock Exchange, Inc. (the "Exchange") received from Vaalco Energy, 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 \$0.10 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

PROCESSED
JUL 19 2004
THOMSON FINANCIAL

cc: Herbert Scholl

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LISTING QUALITE

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