

SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, DC 20549

FORM 8-A

FOR REGISTRATION OF CERTAIN CLASSES OF SECURITIES  
PURSUANT TO SECTION 12(b) OR (g) OF THE  
SECURITIES EXCHANGE ACT OF 1934

**AMTRUST FINANCIAL SERVICES, INC.**  
(Exact Name of Registrant as Specified in its Charter)

**Delaware**

(State of Incorporation  
or Organization)

**04-3106389**

(I.R.S. Employer  
Identification No.)

**59 Maiden Lane, 6th Floor, New York New York**

(Address of Principal Executive Offices)

**10038**

(Zip Code)

If this Form relates to the registration of a class of securities pursuant to Section 12(b) of the Exchange Act and is effective pursuant to General Instruction A.(c), please check the following box.

If this Form relates to the registration of a class of securities pursuant to Section 12(g) of the Exchange Act and is effective pursuant to General Instruction A.(d), please check the following box.

Securities Act registration statement file number to which this form relates: 333-134960

Securities to be registered pursuant to Section 12(b) of the Act:

Title of Each Class  
to be so Registered

Name of Each Exchange on Which  
Each Class is to be Registered

Common Stock, \$0.01 Par Value

The NASDAQ Stock Market LLC. t

Securities to be registered pursuant to Section 12(g) of the Act: None.

**Item 1. Description of Registrant's Securities to be Registered.**

The securities to be registered hereby are the shares of common stock, par value \$0.01 per share (the "Common Stock"), of Amtrust Financial Services, Inc. (the "Company"). The description of the Common Stock contained in the "Description of Our Capital Stock" section of the Company's Registration Statement on Form S-1 (Registration No. 333-134960), initially filed with the Securities and Exchange Commission on June 12, 2006 and as amended from time to time (the "Registration Statement"), as well as in any form of prospectus that constitutes a part thereof and is filed pursuant to Rule 424(b) under the Securities Act of 1933, as amended, is hereby incorporated herein by reference.

**Item 2. Exhibits.**

The following exhibits are filed as part of this Registration Statement:

<u>Number</u>	<u>Description of Exhibit</u>
3.1 (1)	Amended and Restated Certificate of Incorporation
3.2 (1)	Amended and Restated By-Laws
4.1 (1)	Form of Specimen Common Stock Certificate

(1) Incorporated by reference to Exhibits of the same number to the Company's Registration Statement on Form S-1, File No. 333-134960, including any amendments thereto.

SIGNATURE

Pursuant to the requirements of Section 12 of the Securities Exchange Act of 1934, the registrant has duly caused this registration statement to be signed on its behalf by the undersigned, thereto duly authorized.

AMTRUST FINANCIAL SERVICES, INC.

Date: November 9, 2006

By: /s/ Ronald E. Pipoly, Jr.

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Name: Ronald E. Pipoly, Jr.  
Title: Chief Financial Officer