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Flaherty & Crumrine Dynamic Preferred & Income Fund Inc  
Form 8-A12B  
May 20, 2013

**FORM 8-A**

SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

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

**Flaherty & Crumrine Dynamic Preferred and Income Fund Incorporated**  
(Exact name of registrant as specifies in its charter)

**Maryland**  
(State of incorporation)

**46-2415311**  
(I.R.S. Employer Identification No.)

**301 E. Colorado Boulevard, Suite 720**  
**Pasadena, California 91101**  
(Address of principal executive offices)

**91101**  
(Zip Code)

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)**

**New York Stock Exchange, LLC**

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), check the following box. ☒ [X]

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), check the following box. ☐ [ ]

Securities Act registration statement file number as to which this form relates: 333-184587

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

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INFORMATION REQUIRED IN A REGISTRATION STATEMENT

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

**Incorporated by reference to the Pre-Effective Amendment No. 2 to the Registrant's Registration Statement on Form N-2, filed on April 25, 2013 (File No. 333-169726).**

Item 2. Exhibits.

**None**

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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 in the city of Pasadena, State of California on the 20<sup>th</sup> day of May, 2013.

FLAHERTY & CRUMRINE DYNAMIC PREFERRED AND  
INCOME FUND INCORPORATED

By: /s/ R. Eric Chadwick  
Name: R. Eric Chadwick  
Title: Chief Financial Officer, Vice President and Treasurer

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