

Delaware

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The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF FORMATION OF "THE NASDAQ OPTIONS MARKET LLC", FILED IN THIS OFFICE ON THE THIRTY-FIRST DAY OF OCTOBER, A.D. 2007, AT 3:58 O'CLOCK P.M.

4450264 8100

071176232



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 6123050

DATE: 11-01-07

State of Delaware
Secretary of State
Division of Corporations
Delivered 03:58 PM 10/31/2007
FILED 03:58 PM 10/31/2007
SRV 071176232 - 4450264 FILE

CERTIFICATE OF FORMATION

OF

THE NASDAQ OPTIONS MARKET LLC

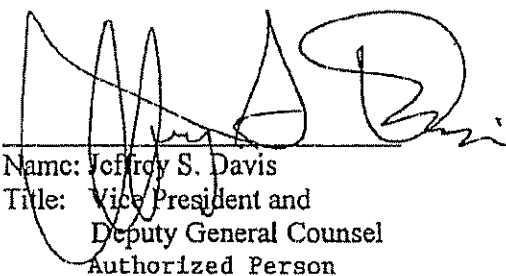
This Certificate of Formation of The NASDAQ Options Market LLC (the "Company"), dated as of October 31, 2007, is being duly executed and filed by Jeffrey S. Davis, as an authorized person, to form a limited liability company under the Delaware Limited Liability Company Act (6 Del.C. §18-101, et seq.).

FIRST. The name of the limited liability company formed hereby is The NASDAQ Options Market LLC.

SECOND. The address of the registered office of the Company in the State of Delaware is c/o The Corporation Trust Company, Corporation Trust Center, 1209 Orange Street, Wilmington, County of New Castle, Delaware 19801.

THIRD. The name and address of the registered agent for service of process on the Company in the State of Delaware is The Corporation Trust Company, Corporation Trust Center, 1209 Orange Street, Wilmington, County of New Castle, Delaware 19801.

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Formation as of the date first above written.


Name: Jeffrey S. Davis
Title: Vice President and
Deputy General Counsel
Authorized Person

Delaware

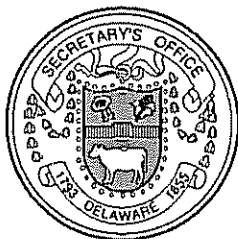
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The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "THE NASDAQ OPTIONS MARKET LLC" IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE FIRST DAY OF NOVEMBER, A.D. 2007.

4450264 8300

071176232



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 6123051

DATE: 11-01-07