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SECURITIES AND EXCHANGE COMMISSION	2.00

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

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FORM 19b-4(e)

DEC 06 2004

Information Required of a Self-Regulatory Organization Listing and Trading a New  
Derivative Securities Product Pursuant to Rule 19b-4(e) Under the Securities Exchange Act of 1934  
DIVISION OF MARKET REGULATION

READ ALL INSTRUCTIONS PRIOR TO COMPLETING FORM

Part I

Initial Listing Report



04053714

- Name of Self-Regulatory Organization Listing New Derivative Securities Product:  
The National Association of Securities Dealers
- Type of Issuer of New Derivative Securities Product (e.g., clearinghouse, broker-dealer, corporation, etc.):  
Investment Company
- Class of New Derivative Securities Product:  
Portfolio Depository Receipts
- Name of Underlying Instrument:  
Nasdaq-100 Index
- If Underlying Instrument is an Index, State Whether it is Broad-Based or Narrow-Based:  
Broad-Based Index
- Ticker Symbol(s) of New Derivative Securities Product:  
QQQQ
- Market or Markets Upon Which Securities Comprising Underlying Instrument Trades:  
Amex, Boston, Chicago, National, Nasdaq, Pacific
- Settlement Methodology of New Derivative Securities Product:  
Depository Trust Company
- Position Limits of New Derivative Securities Product (if applicable):  
n/a

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Part II

Execution

The undersigned represents that the governing body of the above-referenced Self-Regulatory Organization has duly approved, or has duly delegated its approval to the undersigned for, the listing and trading of the above-referenced new derivative securities product according to its relevant trading rules, procedures, surveillance programs and listing standards.

Name of Official Responsible for Form:

Michael S. Emen

Title:

Senior Vice President

Telephone Number:

301 978-8020

Manual Signature of Official Responsible for Form:

Date:

December 3, 2004

SEC 2449 (6-01)

Act	Securities Exchange Act of 1934
Section	19b-4
Rule	19b-4(e)
Public	
Availability:	December 6, 2004

Original



THE NASDAQ STOCK MARKET  
 9513 KEY WEST AVENUE, 4TH FLOOR  
 ROCKVILLE, MARYLAND 20850

SECURITIES AND EXCHANGE COMMISSION  
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DEC 06 2004

DIVISION OF MARKET REGULATION

December 3, 2004

VIA FEDERAL EXPRESS

Katherine A. England  
 Division of Market Regulation  
 Securities & Exchange Commission  
 450 Fifth Street, N.W.,  
 Washington, D.C. 20549

**Re: Form 19b-4(e); Listing of the Nasdaq-100 Index Tracking Stock <sup>SM</sup> on the Nasdaq National Market**

Dear Ms. England:

Enclosed please find an original and nine copies of the Form 19b-4(e) pursuant to SEC Rule 19b-4(e).

If you have any questions regarding this filing, you may contact me at 301-978-8490 or [eric.lai@nasdaq.com](mailto:eric.lai@nasdaq.com).

Very truly yours,

Eric Lai  
 Senior Attorney

Enclosures

Act	Securities Exchange Act of 1934
Section	19b-4
Rule	19b-4(e)
Public	
Availability:	December 6, 2004