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OMB Number:	3235-0504
Expires:	July 31, 2004
Estimated average burden hours per response:	2.00

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

SECURITIES AND EXCHANGE COMMISSION  
RECEIVED

91-928

FORM 19b-4(e)

FEB 28 2007

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

READ ALL INSTRUCTIONS PRIOR TO COMPLETING FORM

Part I

Initial Listing Report

1. Name of Self-Regulatory Organization Listing New Derivative Securities Product:  
**The NASDAQ Stock Market LLC (traded pursuant to unlisted trading privileges)**

2. Type of Issuer of New Derivative Securities Product (e.g., clearinghouse, broker-dealer, corporation, etc.):  
**Corporation**

3. Class of New Derivative Securities Product:  
**Index Linked Note**

4. Name of Underlying Instrument:  
**PHLX Oil Service Sector Index**

5. If Underlying Instrument is an Index, State Whether it is Broad-Based or Narrow-Based:  
**Narrow-based**

6. Ticker Symbol(s) of New Derivative Securities Product:  
**XZP**

7. Market or Markets Upon Which Securities Comprising Underlying Instrument Trades:  
**Listed on: NASDAQ, NYSE**

8. Settlement Methodology of New Derivative Securities Product:  
**Regular way trades settle on T + 3 (cash settled)**

9. 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:  
**Gary N. Sundick**

Title:  
**Vice President, Listing Qualifications**

Telephone Number:  
**301 978-5214**

Manual Signature of Official Responsible for Form:

Date:  
**2/26/07**

not	Securities Exchange Act of 1934
Section	19b-4
Rule	19b-4(e)
Public	
Availability:	FEB 28 2007

END