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

OMB APPROVAL	
OMB Number:	3235-0504
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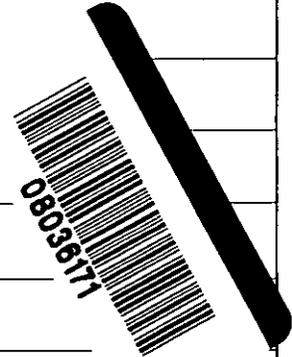
**FORM 19b-4(e)**

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

READ ALL INSTRUCTIONS PRIOR TO COMPLETING FORM

**Part I Initial Listing Report**

- Name of Self-Regulatory Organization Listing New Derivative Securities Product:  
Chicago Stock Exchange
- Type of Issuer of New Derivative Securities Product (e.g., clearinghouse, broker-dealer, corporation, etc.):  
Trust
- Class of New Derivative Securities Product: Shares representing units of fractional undivided beneficial interest in and ownership of the trust
- Name of Underlying Instrument:  
S&P Small Cap 600 Index
- If Underlying Instrument is an Index, State Whether it is Broad-Based or Narrow-Based:  
Broad
- Ticker Symbol(s) of New Derivative Securities Product:  
SDD
- Market or Markets Upon Which Securities Comprising Underlying Instrument Trades:  
Various
- Settlement Methodology of New Derivative Securities Product:  
See Prospectus
- Position Limits of New Derivative Securities Product (if applicable):  
See Prospectus



**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:  
James Ongena

Title:  
Vice President and Associate General Counsel

Telephone Number:  
312-663-2937

Manual Signature of Official Responsible for Form:

*James Ongena*  
11/18/08

Date:

**PROCESSED**

DEC 18 2008 *E*

**THOMSON REUTERS**

Act	Securities Exchange Act of 1934
Section	19b-4
Rule	19b-4(e)
Public Availability:	NOV 20 2008



Chicago Stock Exchange

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SEC / MR

November 18, 2008

**BY OVERNIGHT MAIL**

Ms. Nancy J. Sanow  
Division of Trading and Markets  
Securities and Exchange Commission  
450 Fifth Street N.W.  
Washington, D.C. 20549-1001

**Re: Form 19b-4(e) for ProShares Trusts**

Dear Ms. Sanow:

Pursuant to Rule 19b-4(e) of the Securities Exchange Act of 1934, I enclose for filing an original and nine copies of the Forms 19b-4(e) relating to the forty (40) ProShares Trusts.

If you have any questions about this filing, please contact me at (312) 663-2937.

Sincerely,

James Ongena  
Associate General Counsel

Enclosures

Act	Securities Exchange Act of 1934
Section	19b-4
Rule	19b-4(e)
Public Availability:	NOV 20 2008

END