

091-03671 JM

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

1. Name of Self-Regulatory Organization Listing New Derivative Securities Product:

NYSE Arca, Inc.

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

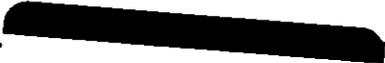
Open-end Management Investment Company

3. Class of New Derivative Securities Product:

Investment Company Units

4. Name of Underlying Instrument:

S&P Target Date 2040 Index



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

Broad-Based

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

TZV

7. Market or Markets Upon Which Securities Comprising Underlying Instrument Trades:

NYSE Arca

**PROCESSED**

8. Settlement Methodology of New Derivative Securities Product:

Regular way trades settle on T+3/Book entry only held in DTC:

DEC 18 2008

**THOMSON REUTERS**

9. Position Limits of New Derivative Securities Product (if applicable):

Not applicable.

**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:

Mary Yeager

Title:

Corporate Secretary

Telephone Number:

(212) 656-2062

Manual Signature of Official Responsible for Form:

November 6, 2008

Act	Securities Exchange Act of 1934
Section	19b-4
Rule	19b-4(e)
Public Availability:	NOV 10 2008

Mary Yeager  
Corporate Secretary

NYSE Arca, Inc.  
11 Wall Street  
New York, NY 10005



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tel: 212.656.2062  
fax: 212.656.3939  
myeager@nyse.com

**Via Overnight Mail**

November 7, 2008

Ms. Gail Jackson  
US Securities and Exchange Commission  
Division of Market Regulation  
Station Place – Building I  
100 F Street, N.E. – Room 6628  
Washington, DC 20549

**Re: Form 19b-4(e) – iShares Trust**

Dear Ms. Jackson:

Enclosed for filing pursuant to Section 19(b) of the Securities Exchange Act of 1934 and Rule 19b-4 thereunder, please find an original and nine copies of Form 19b-4(e) with respect to the following securities:

- iShares Trust, iShares S&P Short Term National Municipal Bond Fund (Ticker Symbol SUB);
- iShares Trust, iShares Barclays Agency Bond Fund (Ticker Symbol AGZ);
- iShares Trust, iShares S&P Target Date Retirement Income Index Fund (Ticker Symbol TGR);
- iShares Trust, iShares S&P Target Date 2010 Index Fund (Ticker Symbol TDZ);
- iShares Trust, iShares S&P Target Date 2015 Index Fund (Ticker Symbol TZE);
- iShares Trust, iShares S&P Target Date 2020 Index Fund (Ticker Symbol TZG);
- iShares Trust, iShares S&P Target Date 2025 Index Fund (Ticker Symbol TZI);
- iShares Trust, iShares S&P Target Date 2030 Index Fund (Ticker Symbol TZL);
- iShares Trust, iShares S&P Target Date 2035 Index Fund (Ticker Symbol TZO);
- iShares Trust, iShares S&P Target Date 2040 Index Fund (Ticker Symbol TZV);
- iShares Trust, iShares S&P Conservative Allocation Fund (Ticker Symbol AOK);
- iShares Trust, iShares S&P Moderate Allocation Fund (Ticker Symbol AOM);
- iShares Trust, iShares S&P Growth Allocation Fund (Ticker Symbol AOR); and
- iShares Trust, iShares S&P Aggressive Allocation Fund (Ticker Symbol AOA).

Act	Securities Exchange Act of 1934
Section	19b-4
Rule	19b-4(e)
Public Availability:	NOV 10 2008

Gail Jackson  
Division of Market Regulation  
November 7, 2008  
Page 2 of 2

If you have any questions, please do not hesitate to call me at (212) 656-2062.

Sincerely,

A handwritten signature in black ink, appearing to be 'Gail Jackson', written over the word 'Enclosures'.

Enclosures

Cc: Tim Malinowski (NYSE Euronext)

**END**