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| Sec File No. 81   |                                   | Expires:          |

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DEC 29 2008

**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549  
FORM 19b-4(e)**

DIVISION OF MARKET INFORMATION

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:

MSCI EAFE Index



08036722

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:

DPK

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

Athens Stock Exchange, Australian Stock Exchange, Continuous Market (Sistema de Interconexión Bursátil Español(SIBE)), Copenhagen Stock Exchange (OMX Nordic Exchange), Euronext Amsterdam, Euronext Brussels, Euronext Lisbon, Euronext Paris, Helsinki Stock Exchange (OMX Exchanges), Hong Kong Stock Exchange, Irish Stock Exchange, JASDAQ, London Stock Exchange, Milan Stock Exchange (Borsa Italiana), New Zealand Stock Exchange, Osaka Securities Exchange, Oslo Stock Exchange, Singapore Exchange, Stockholm Stock Exchange (OMX Exchanges), SWX Swiss Exchange, Tokyo Stock Exchange, Virt-x Exchange Limited, Wiener Börse AG (Vienna Stock Exchange), Xetra

8. Settlement Methodology of New Derivative Securities Product:

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

PROCESSED

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

Not applicable.

THOMSON REUTERS

**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:

Janet M. Kissane

|                      |                                 |
|----------------------|---------------------------------|
| <b>Act</b>           | Securities Exchange Act of 1934 |
| <b>Section</b>       | 19b-4                           |
| <b>Rule</b>          | 19b-4(e)                        |
| <b>Public</b>        |                                 |
| <b>Availability:</b> | DEC 29 2008                     |

Title:

Corporate Secretary

Telephone Number:

(212) 656-2062

Manual Signature of Official Responsible for Form:

December 22, 2008

Janet M. Kissane  
Corporate Secretary



NYSE Arca

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SEC / MR

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

tel: 212.656.2039  
fax: 212.656.8101  
jkissane@nyse.com

Via Overnight Mail

December 23, 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) – Direxion Shares ETF 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:

- Direxion Shares ETF Trust, Emerging Markets Bear 3x Shares (Ticker Symbol EDZ);
- Direxion Shares ETF Trust, Emerging Markets Bull 3x Shares (Ticker Symbol EDC);
- Direxion Shares ETF Trust, Developed Markets Bull 3x Shares (Ticker Symbol DZK);
- Direxion Shares ETF Trust, Developed Markets Bear 3x Shares (Ticker Symbol DPK);
- Direxion Shares ETF Trust, Technology Bull 3x Shares (Ticker Symbol TYH);
- Direxion Shares ETF Trust, Technology Bear 3x Shares (Ticker Symbol TYP).

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

Sincerely,

Enclosures

Cc: Tim Malinowski (NYSE Euronext)

|                             |  |
|-----------------------------|--|
| <b>Act</b>                  | <b>Securities Exchange Act of 1934</b> |
| <b>Section</b>              | <b>19b-4</b>                           |
| <b>Rule</b>                 | <b>19b-4(e)</b>                        |
| <b>Public Availability:</b> | <b>DEC 29 2008</b>                     |