

NYSE Regulation

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Cert+Arca

1-32916

Craig A. Gray
Manager, Listing Compliance
Corporate Compliance

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VIA FACSIMILE AND U.S. MAIL

December 3, 2010

Ms. Velma Smith, Branch Chief
Securities and Exchange Commission
Division of Corporation Finance – Filer Support Office
100 F Street, N.W., Mail Stop 3040
Washington, D.C. 20549

Re: ProShares Trust
CIK: 0001174610
Filer: 001-32916
Filing: Form 8-A filed 11/29/2010

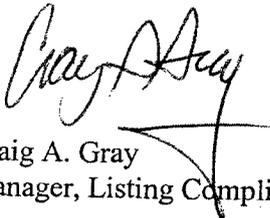
Dear Ms. Smith:

Please be advised that NYSE Regulation, Inc. has received (on November 23, 2010) an application from the above-referenced issuer and has approved the following security for listing on NYSE Arca, Inc. ("Exchange"):

**ProShares RAFI Long/Short
Shares of beneficial interest, no par value**

The Exchange requests acceleration of registration of these securities under the Securities Exchange Act of 1934. If there are any questions, please call me at (312) 442-7832. Your assistance is greatly appreciated.

Sincerely,



Craig A. Gray
Manager, Listing Compliance

Enclosure



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