

October 8, 2010

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SECURITIES AND EXCHANGE COMMISSION
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OCT 13 2010

DIVISION OF TRADING & MARKETS

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



10065231

- Name of Self-Regulatory Organization Listing New Derivative Securities Product:
NASDAQ OMX PHLX, Inc. (traded pursuant to unlisted trading privileges)
- Type of Issuer of New Derivative Securities Product (e.g., clearinghouse, broker-dealer, corporation, etc.):
Open End Management Investment Company
- Class of New Derivative Securities Product:
Exchange Traded Fund
- Name of Underlying Instrument:
S&P Target Date 2035 Index
- If Underlying Instrument is an Index, State Whether it is Broad-Based or Narrow-Based:
Broad-based
- Ticker Symbol(s) of New Derivative Securities Product:
TZO
- Market or Markets Upon Which Securities Comprising Underlying Instrument Trades:
Listed on: NYSE Amex, Virt-X, NYSE Arca, NASDAQ, ASX, Bangkok, Budapest, Copenhagen, Dublin, Euronext Amsterdam, Euronext Brussels, Euronext Lisbon, Euronext Paris, Frankfurt, Helsinki, Hong Kong, Istanbul, Jakarta, Jasdq, Johannesburg, London, Mexico, Milan, Merc Cont Esp, Oslo, OTC, OMX, Osaka, Philippines, Prague, Singapore, Stockholm, SWX, Tel Aviv, Tokyo, U.S Govt Agency, Vienna, NYSE
- Settlement Methodology of New Derivative Securities Product:
Regular way trades settle on T + 3 (cash settled)
- Position Limits of New Derivative Securities Product (if applicable):
N/A

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:
Colleen Steele

Title:
Assistant Corporate Secretary

Telephone Number:
301-978-8736

Manual Signature of Official Responsible for Form:

Date: **October 8, 2010**

Act	Securities Exchange Act of 1934
Section	19b-4
Rule	19b-4(e)
Public Availability:	OCT 13 2010