

091-13194

For Internal Use Only	Submit 1 Original and 9 Copies	OMB Approval No.:
Sec. File No. 91		Expires:

Estimated average burden hours per response: 2.00

2011 SEP 28 PM 5:28
SEC / MR

**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:

Morningstar Global Upstream Natural Resources Index

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

Narrow Based

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

GUNR

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

NYSE, ITALY CONTINUOUS, TORONTO, JOHANNESBURG, LONDON, SHANGHAI, ASX NATIONAL, HONG KONG, SAO PAULO, SANTIAGO, SINGAPORE, MEXICO CITY, TEL AVIV, KUALA LUMPUR, XETRA, WARSAW, TOKYO, MICEX, EURONEXT NETHERLANDS, NASDAQ STOCK MARKET, SHENZHEN, SPANISH STOCK MARKET INTERCONNECTION SYSTEM (SIBEX), OSLO, HELSINKI, EURONEXT FRANCE, SWISS SIX EXCHANGE, TAIPEI

8. Settlement Methodology of New Derivative Securities Product:

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

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:

Janet McGinness

Title:

Corporate Secretary

Telephone Number:

(212) 656-2039

Manual Signature of Official Responsible for Form:

Janet McGinness

September 26, 2011

SEC 2449 (1/99)



Act	Securities Exchange Act of 1934
Section	19b-4
Rule	19b-4(e)
Public Availability:	SEP 28 2011

Janet L. McGinness
Corporate Secretary

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



NYSE Arca

RECEIVED

2011 SEP 28 PM 5:36

SEC / MR

tel: 212.656.2039
fax: 212.656.8101
jmcginness@nyx.com

Via Overnight Mail

September 26, 2011

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

Re: Form 19b-4(e) – FlexShares ETFs (4 issues)

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:

- FlexShares Morningstar US Market Factor Tilt Index Fund (TILT)
- FlexShares Global Upstream Natural Resources Index Fund (GUNR)
- FlexShares iBoxx 3-Year Target Duration TIPS Index Fund (TDTT)
- FlexShares iBoxx 5-Year Target Duration TIPS Index Fund (TDTF)

If you have any questions, please do not hesitate to call me at (212) 656-2039.

Sincerely,

Enclosures

Act	Securities Exchange Act of 1934
Section	19b-4
Rule	19b-4(e)
Public Availability:	SEP 28 2011