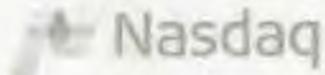


COPY

Form 1 Page 1 Execution Page	UNITED STATES SECURITIES AND EXCHANGE COMMISSION WASHINGTON, D.C. 20549 APPLICATION FOR, AND AMENDMENTS TO APPLICATION FOR, REGISTRATION AS A NATIONAL SECURITIES EXCHANGE OR EXEMPTION FROM REGISTRATION PURSUANT TO SECTION 5 OF THE EXCHANGE ACT	Date filed (MM/DD/YY) 2/23/16	OFFICIAL USE ONLY
WARNING: Failure to keep this form current and to file accurate supplementary information on a timely basis, or the failure to keep accurate books and records or otherwise to comply with the provisions of law applying to the conduct of the applicant would violate the federal securities laws and may result in disciplinary, administrative, or criminal action. INTENTIONAL MISSTATEMENTS OR OMISSIONS OF FACTS MAY CONSTITUTE CRIMINAL VIOLATIONS			
<input type="checkbox"/> APPLICATION		<input checked="" type="checkbox"/> AMENDMENT	
1. State the name of the applicant:		NASDAQ PHLX LLC - Formerly Known as NASDAQ OMX PHLX LLC REC Mail Processing Section FEB-24-2016 Washington DC 404	
2. Provide the applicant's primary street address (Do not use a P.O. Box):			
One Liberty Plaza, New York, NY 10006			
3. Provide the applicant's mailing address (if different):			
Office of the General Counsel, 805 King Farm Blvd., Rockville, MD 20850		 16000267	
4. Provide the applicant's business telephone and facsimile number:			
Phone: (301) 978-8400 / Fax: (301) 978-8472 (Telephone) (Facsimile)			
5. Provide the name, title, and telephone number of a contact employee:			
John Yetter Vice President, Office of the General Counsel (301) 978-8497 (Name) (Title) (Telephone Number)			
6. Provide the name and address of counsel for the applicant:			
Edward S. Knight 805 King Farm Blvd., Rockville, MD 20850			
7. Provide the date applicant's fiscal year ends:		December 31	
8. Indicate legal status of applicant:		<input type="checkbox"/> Corporation <input type="checkbox"/> Sole Proprietorship <input type="checkbox"/> Partnership <input checked="" type="checkbox"/> Limited Liability Company <input type="checkbox"/> Other (specify):	
If other than a sole proprietor, indicate the date and place where applicant obtained its legal status (e.g. state where incorporated, place where partnership agreement was filed or where applicant entity was formed).			
(a) Date (MM/DD/YY):		(b) State/Country of formation:	
12/16/2005		Delaware	
(c) Statute under which applicant was organized:			
<b>EXECUTION:</b> This applicant consents that service of any civil action brought by or notice of any proceeding before, the Securities and Exchange Commission in connection with the applicant's activities may be given by registered or certified mail or confirmed telegram to the applicant's contact employee at the main address, or mailing address if different, given in Items 2 and 3. The undersigned, being first duly sworn, depose and says that herein has executed this form on behalf of and with the authority of said applicant. The undersigned and applicant represent that the information and statements contained herein, including exhibits, schedules, or other documents attached hereto and other information filed herewith, all of which are made a part hereof, are current, true, and complete.			
Date	NASDAQ PHLX LLC		
2/23/16			
By	(Name of applicant) John P. Yetter, Vice President, General Counsel		
Signature	(Printed Name and Title) John P. Yetter, Vice President, General Counsel		
Subscribed and sworn before me this	day of	Month	Year
23 <sup>rd</sup>	February	2016	
My Commission expires	County of	State of	
		COLLEEN MARIE STEELE PUBLIC STATE OF MARYLAND Notary Public My Commission Expires January 28, 2020	
This page must always be completed in full with original, manual signature and date. Affix notary stamp or seal where applicable.			



805 KING FARM BLVD.  
ROCKVILLE, MD 20850

February 23, 2016

SEC  
Mail Processing  
Section

FEB 24 2016

Washington DC  
404

Via Overnight Mail

U.S. Securities and Exchange Commission  
Division of Trading and Markets  
Office of Market Supervision  
100 F Street, N.E.  
Washington, DC 20549

Re: Form 1 – Amendment of Company's Name

Dear Sir or Madam:

Pursuant to Rule 6a-2 under the Securities Exchange Act of 1934, NASDAQ PHLX LLC is submitting an amendment to Form 1, to report the company's name change. If you have any questions, please call me at 1-301-978-8497 or Jonathan Cayne at 1-301-978-8493.

Sincerely,

John M. Yatter  
Vice President and Deputy General Counsel

**NASDAQ PHLX LLC**

**FORM 1 – Amendment of Company's Name**

**NASDAQ PHLX LLC**

**EXHIBITS**

- Exhibit A** Articles of Incorporation, By-Laws, and Rules  
Certificate of Amendment to Certificate of Formation of  
NASDAQ PHLX LLC, of February 1, 2016.  
The information is also available at  
<http://nasdaqomxphlx.cchwallstreet.com/>
- Exhibit B** All Written Rulings, Settled Practices having the effects of Rules and  
Interpretations.  
Not applicable.
- Exhibit C** Subsidiaries and Affiliates of the Exchange  
Not applicable.
- Exhibit D** Financial Statements for each Subsidiary and Affiliate of the Exchange  
Not applicable.
- Exhibit E** Operation of Electronic Trading System  
Not applicable.
- Exhibit F** Forms: Membership and Member  
Not applicable.
- Exhibit G** Forms: Financial Statements, Reports, or Questionnaires  
Not applicable.
- Exhibit H** Forms: Company Listings  
Not applicable.
- Exhibit I** Financial Statement of Exchange  
Not applicable.
- Exhibit J** List of Officers, Governors, and Members of Standing Committees  
Not applicable.

Exhibit K List of Shareholders or Partners of the Exchange

Not applicable.

Exhibit L Membership Criteria.

Not applicable.

Exhibit M Membership Information

Not applicable.

Exhibit N Schedule of Securities

Not applicable.

**NASDAQ PHLX LLC**

**FORM 1 – Amendment of Company’s Name**

**Exhibit A**

# Delaware

The First State

Page 1

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "NASDAQ OMX PHLX LLC", CHANGING ITS NAME FROM "NASDAQ OMX PHLX LLC" TO "NASDAQ PHLX LLC", FILED IN THIS OFFICE ON THE FIRST DAY OF FEBRUARY, A.D. 2016, AT 8:33 O'CLOCK A.M.



  
Jeffrey W. Bullock, Secretary of State

778072 8100  
SR# 20160496737

You may verify this certificate online at [corp.delaware.gov/authver.shtml](http://corp.delaware.gov/authver.shtml)

Authentication: 201756425  
Date: 02-01-16

**CERTIFICATE OF AMENDMENT  
TO  
CERTIFICATE OF FORMATION  
OF  
NASDAQ OMX PHLX LLC**

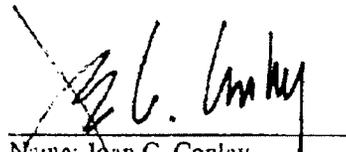
State of Delaware  
Secretary of State  
Division of Corporations  
Delivered 08:33 AM 02/01/2016  
FILED 08:33 AM 02/01/2016  
SR 20160496737 - File Number 778072

This Certificate of Amendment to Certificate of Formation of NASDAQ OMX PHLX LLC, a Delaware limited liability company (the "Company"), dated as of February 1, 2016, has been duly executed and is being filed by the undersigned, as an authorized person, in accordance with the provisions of 6 Del. C. §18-202, to amend the Certificate of Formation of the Company, as filed in the office of the Secretary of State of the State of Delaware on September 1, 2010 (the "Certificate").

1. The name of the Company is NASDAQ OMX PHLX LLC.
2. Article FIRST of the Certificate is hereby amended to read as follows:

"FIRST. The name of the limited liability company is NASDAQ PHLX LLC."

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Amendment to Certificate of Formation as of the date first above written.

  
Name: Joan C. Conley  
Authorized Person