

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): 10/06/16
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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 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

APPLICATION AMENDMENT

1. State the name of the applicant: Miami International Securities Exchange, LLC

2. Provide the applicant's primary street address (Do not use a P.O. Box): 7 Roszel Road, Suite 5-A, Princeton, NJ 08540

3. Provide the applicant's mailing address (if different):

4. Provide the applicant's business telephone and facsimile number:
 Telephone: 609-897-7300; Facsimile: 609-987-2210

5. Provide the name, title and telephone number of a contact employee:
 Barbara J. Comly, EVP, General Counsel & Corporate Secretary
 609-897-7315

6. Provide the name and address of counsel for the applicant:
 Barbara J. Comly, EVP, General Counsel & Corporate Secretary
 Miami International Securities Exchange, LLC
 7 Roszel Road, Suite 5-A
 Princeton, NJ 08540

7. Provide the date applicant's fiscal year ends: December 31

8. Indicate legal status of applicant: Corporation Sole Proprietorship Partnership
 Limited Liability Company 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): 9/10/07 (b) State/Country of formation: Delaware

(c) Statute under which applicant was organized: Delaware Limited Liability Company Act, 6 Del. C. 18-1d et seq.

EXECUTION: The 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, deposes and says that he/she 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.

MIAMI INTERNATIONAL SECURITIES EXCHANGE, LLC

Date: October 6, 2016

By: Barbara J. Comly
 Barbara J. Comly
 EVP, General Counsel & Corporate Secretary

Subscribed and sworn before me this 6th day of October, 2016.

Angela M. Battle
 Angela M. Battle
 Notary Public of the State of New Jersey
 My Commission Expires April 3, 2019

This page must always be completed in full with original, manual signature and notarization.
 Affix notary stamp or seal where applicable.



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Washington, D.C.
412

Barbara J. Comly
General Counsel

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T 609 897 7300
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October 6, 2016

VIA FEDERAL EXPRESS

Jeannette Marshall
Division of Trading and Markets
Office of Market Supervision
Securities and Exchange Commission
100 F. Street, N.E.
Washington, D.C. 20549

**Re: Miami International Securities Exchange, LLC ("MIAX Options")
Amendment No. 38 to Form 1 Application**

Dear Ms. Marshall:

Enclosed for official filing pursuant to Rule 6a-2(a) are an original and two copies of Amendment No. 38 to the Form 1 Application of MIAX Options, which includes the following changes:

- Exhibit F – Updated Membership Form
- Exhibit M – Updated Member List
 - Name change of Automated Trading Desk Financial Services, LLC to Citi Order Routing and Execution, LLC
 - J.P. Morgan Clearing Corp. – membership terminated due to merger with J.P. Morgan Securities, LLC

Please do not hesitate to contact me if you have any questions in connection with this matter.

Very truly yours,

Barbara J. Comly
EVP, General Counsel &
Corporate Secretary

Enclosures

cc: Marlene Olsen



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Exhibit F

EXHIBIT F

Exhibit Request:

A complete set of all forms pertaining to:

- 1. Application for membership, participation, or subscription to the entity.**
- 2. Application for approval as a person associated with a member, participant, or subscriber of the entity.**
- 3. Any other similar materials.**

Response:

Exhibit F is hereby amended as set forth below.

1. MIAX Options Member Firm Application Checklist
2. MIAX Options/MIAX PEARL Pre-Application Survey Form
3. MIAX Options/MIAX PEARL Member Application
4. MIAX Options/MIAX PEARL Amendment to Member Application
5. MIAX Options Market Maker Member Guarantee
6. MIAX Options Clearing Member Give-Up Authorization and Guarantee
7. MIAX Options/MIAX PEARL User Agreement
8. MIAX Options Sponsored Access Agreement
9. MIAX Options/MIAX PEARL Statutory Disqualification Notice
10. MIAX Options Attestation, Consent to Jurisdiction and Authorization of Associated Person Membership – Firm Applicant
11. MIAX Options Attestation, Consent to Jurisdiction and Authorization of Associated Person Membership – Individual Applicant
12. MIAX Options/MIAX PEARL Exchange Data Agreement
13. MIAX Options/MIAX PEARL Affiliated Companies List – Schedule A to Exchange Data Agreement
14. MIAX Options/MIAX PEARL Data Feed Request Form – Schedule B to Exchange Data Agreement **[Updated form attached]**

15. MIAX Options/MIAX PEARL Service Facilitator List – Schedule C to Exchange Data Agreement
16. MIAX Options/MIAX PEARL Market Data Subscriber Agreement – Schedule D to Exchange Data Agreement
17. MIAX Options/MIAX PEARL Market Data Policies
18. MIAX Options/MIAX PEARL Service Bureau Agreement
19. Extranet Connection Agreement
20. Extranet Information Form – Schedule A

The Exchange intends to use Form U-4, the Uniform Application for Securities Industry Registration or Transfer, for persons applying to be associated persons of a Member.



SCHEDULE B - Data Feed Request Form
(submit one per entitlement system)

Check One: New Service Request Addition/Deletion to Existing Service

Date of Request: _____

Data Recipient / Data Feed Distributor Contact Information

Company Name: _____

Primary Contact: _____ Phone: _____

Primary Contact Email: _____

Technical Contact: _____ Phone: _____

Technical Contact Email: _____

Billing Contact: _____ Phone: _____

Billing Contact Email: _____

Reporting Contact: _____ Phone: _____

Reporting Contact Email: _____

Intended Use of MIAX Options Market Data

- Check All Applicable: Internal Use Within Company and/or Affiliates
 Controlled Distribution to External Parties (control entitlement and individual device usage)
 Uncontrolled Distribution to External Parties (Data Feed Distributor)

Intended Use of MIAX PEARL Market Data

- Check All Applicable: Internal Use Within Company and/or Affiliates
 Controlled Distribution to External Parties (control entitlement and individual device usage)
 Uncontrolled Distribution to External Parties (Data Feed Distributor)

SCHEDULE B

MIAX Options Market Data Requested

- MIAX Options ToM (Top of Market)⁽¹⁾
- MIAX Options cToM (Complex Top of Market)
- Administrative Information Subscriber (AIS)
- MIAX Options Order Feed
- Other: _____

MIAX PEARL Market Data Requested

- MIAX PEARL ToM (Top of Market)⁽¹⁾
- MIAX PEARL Order Feed
- Other: _____

Service Description and Entitlement

Internal Usage - Describe Intended Use of Data External Distribution - Describe Service Provided	Entitlement Methodology

SCHEDULE B

Certification

I certify that the information provided in this form is complete and accurate and complies with all terms and conditions of the Exchange Data Agreement with Miami International Securities Exchange, LLC ("MIAX Options") and/or MIAX PEARL, LLC ("MIAX PEARL") (either or both referred to herein as the "Exchange" as applicable).

- (i) Any Data Recipient reviewing the ToM (Top of Market) Data acknowledges and agrees that it has equivalent access to consolidated options information disseminated by the Options Price Reporting Authority ("OPRA") for the same classes or series of options that are included in the ToM Market Data.

Signature: _____ Print Name: _____

Title: _____ Date: _____



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EXHIBIT M

Exhibit Request:

Provide an alphabetical list of all members, subscribers or other users, including the following information:

- 1. Name;**
- 2. Date of election to membership or acceptance as a member, subscriber or other user;**
- 3. Principal business address and telephone number;**
- 4. If member, subscriber or other user is an individual, the name of the entity with which such individual is associated and the relationship of such individual to the entity (e.g. partner, officer, director, employee, etc.);**
- 5. Describe the type of activities primarily engaged in by the member, subscriber, or other user (e.g. floor broker, specialist, odd lot dealer, other market maker, proprietary trader, non-broker dealer, inactive or other functions). A person shall be "primarily engaged" in an activity or function for purposes of this item when that activity or function is the one in which that person is engaged for the majority of their time. When more than one type of person at an entity engages in any of the six types of activities or functions enumerated in this item, identify each type (e.g. proprietary trader, Registered Competitive Trader and Registered Competitive Market Maker) and state the number of participants, subscribers, or other users in each; and**
- 6. The class of membership, participation or subscription or other access.**

Response:

Attached is a list of the members of the Exchange as of October 4, 2016, including the information set forth in items 1-6 above.



MEMBER FIRMS

Total Firms 45

As of 04-Oct-16

ABN AMRO CLEARING CHICAGO LLC	Approval Date:	3/7/2013
175 West Jackson Blvd., Ste. 400	Membership Type:	
Chicago IL 60604 Tele #: (312) 604-8000	ELECTRONIC EXCH. MEMBER: CLEARANCE	
APEX CLEARING CORPORATION	Approval Date:	11/18/2015
350 N. St. Paul, Suite 1300	Membership Type:	
Dallas TX 75201 Tele #: (214) 765-1100	ELECTRONIC EXCH. MEMBER: CLEARANCE	
BARCLAYS CAPITAL INC.	Approval Date:	12/7/2012
745 Seventh Avenue	Membership Type:	
New York NY 10019 Tele #: (212) 526-7000	ALL MEMBERSHIPS	
BMO CAPITAL MARKETS CORP.	Approval Date:	10/10/2014
3 Times Square, 27th Floor	Membership Type:	
New York NY 10036 Tele #: (212) 885-4000	ELECTRONIC EXCH. MEMBER: ORDER FLOW/CLEARANCE	
BNP PARIBAS SECURITIES CORP.	Approval Date:	4/21/2014
787 Seventh Avenue	Membership Type:	
New York NY 10019 Tele #: (212) 841-2000	ELECTRONIC EXCH. MEMBER: ORDER FLOW/CLEARANCE	
CITADEL SECURITIES LLC	Approval Date:	12/7/2012
131 South Dearborn Street	Membership Type:	
Chicago IL 60603 Tele #: (312) 395-2100	PRIMARY LEAD & LEAD MARKET MAKER/EEM: ORDER FLOW	
CITI ORDER ROUTING AND EXECUTION, LLC	Approval Date:	12/7/2012
11 Ewall Street	Membership Type:	
Mt. Pleasant SC 29464 Tele #: (843) 789-2080	ELECTRONIC EXCH. MEMBER: ORDER FLOW/CLEARANCE	
COMPASS PROFESSIONAL SERVICES, LLC	Approval Date:	12/7/2012
111 W. Jackson Blvd., 20th Fl.	Membership Type:	
Chicago IL 60604 Tele #: (312) 692-5000	ELECTRONIC EXCH. MEMBER: ORDER FLOW/CLEARANCE	
CONVERGEX EXECUTION SOLUTIONS LLC	Approval Date:	12/1/2014
1633 Broadway, 48th Floor	Membership Type:	
New York NY 10019 Tele #: (212) 486-7500	ELECTRONIC EXCH. MEMBER: ORDER FLOW/CLEARANCE	
CREDIT SUISSE SECURITIES (USA) LLC	Approval Date:	12/7/2012
11 Madison Avenue, 3rd Fl.	Membership Type:	
New York NY 10010 Tele #: (212) 325-2000	ELECTRONIC EXCH. MEMBER: ORDER FLOW/CLEARANCE	
CUTLER GROUP, LP	Approval Date:	11/2/2015
101 Montgomery Street, #700	Membership Type:	
San Francisco CA 94104 Tele #: (415) 293-3956	ELECTRONIC EXCH. MEMBER: ORDER FLOW	
DASH FINANCIAL LLC	Approval Date:	12/7/2012
910 Van Buren Street, 4th Fl.	Membership Type:	
Chicago IL 60607 Tele #: (847) 550-1730	ELECTRONIC EXCH. MEMBER: ORDER FLOW/CLEARANCE	
DEUTSCHE BANK SECURITIES INC.	Approval Date:	1/25/2013
60 Wall Street	Membership Type:	
New York NY 10005 Tele #: (212) 250-2500	ELECTRONIC EXCH. MEMBER: ORDER FLOW/CLEARANCE	
DRW SECURITIES, L.L.C.	Approval Date:	8/31/2015
540 West Madison, Ste. 2500	Membership Type:	
Chicago NY 60661 Tele #: (312) 542-3231	ELECTRONIC EXCH. MEMBER: ORDER FLOW	

GLOBAL EXECUTION BROKERS, LP	Approval Date: 12/7/2012
401 City Avenue, Ste. 200	Membership Type:
Bala Cynwyd PA 19004 Tele #: (610) 617-2600	ELECTRONIC EXCH. MEMBER: ORDER FLOW
GOLDMAN SACHS EXECUTION & CLEARING, L.P.	Approval Date: 12/7/2012
200 West Street	Membership Type:
New York NY 10282 Tele #: (212) 902-1000	ELECTRONIC EXCH. MEMBER: ORDER FLOW/CLEARANCE
GOLDMAN, SACHS & CO.	Approval Date: 1/15/2013
200 West Street	Membership Type:
New York NY 10282 Tele #: (212) 902-1000	ALL MEMBERSHIPS
GROUP ONE TRADING LP	Approval Date: 10/20/2014
440 South La Salle, Ste. 3232	Membership Type:
Chicago IL 60605 Tele #: (312) 347-8864	ALL MARKET MAKER CLASSES/EEM: ORDER FLOW
HILLTOP SECURITIES INC.	Approval Date: 2/8/2013
1201 Elm Street, Ste. 3500	Membership Type:
Dallas TX 75270 Tele #: (214) 859-1800	ELECTRONIC EXCH. MEMBER: CLEARANCE
IMC-CHICAGO, LLC D/B/A IMC FINANCIAL MARKETS	Approval Date: 8/26/2014
233 South Wacker Drive, #4300	Membership Type:
Chicago IL 60606 Tele #: (312) 244-3300	ALL MARKET MAKER CLASSES
INSTINET, LLC	Approval Date: 3/27/2013
1095 Avenue of the Americas	Membership Type:
New York NY 10036 Tele #: (212) 310-9500	ELECTRONIC EXCH. MEMBER: ORDER FLOW/CLEARANCE
INTERACTIVE BROKERS LLC	Approval Date: 12/7/2012
One Pickwick Plaza, 2nd Fl.	Membership Type:
Greenwich CT 06830 Tele #: (203) 618-5710	ELECTRONIC EXCH. MEMBER: ORDER FLOW/CLEARANCE
ITG DERIVATIVES LLC	Approval Date: 12/7/2012
601 S. LaSalle, Ste. 300	Membership Type:
Chicago IL 60606 Tele #: (312) 935-0125	ELECTRONIC EXCH. MEMBER: ORDER FLOW
J.P. MORGAN SECURITIES LLC	Approval Date: 12/7/2012
383 Madison Avenue	Membership Type:
New York NY 10179 Tele #: (201) 595-8471	ELECTRONIC EXCH. MEMBER: ORDER FLOW/CLEARANCE
JEFFERIES LLC	Approval Date: 9/15/2014
520 Madison Avenue	Membership Type:
New York NY 10022 Tele #: (212) 284-2300	ELECTRONIC EXCH. MEMBER: ORDER FLOW/CLEARANCE
KCG AMERICAS LLC	Approval Date: 12/7/2012
545 Washington Boulevard	Membership Type:
Jersey City NJ 07310 Tele #: (201) 386-2891	ALL MEMBERSHIPS
LEK SECURITIES CORPORATION	Approval Date: 6/5/2014
1 Liberty Plaza, 165 Broadway, 52nd Fl	Membership Type:
New York NY 10006 Tele #: (212) 509-2300	ELECTRONIC EXCH. MEMBER: ORDER FLOW/CLEARANCE
LIME BROKERAGE LLC	Approval Date: 12/7/2012
625 Broadway, 12th Fl.	Membership Type:
New York NY 10012 Tele #: (212) 824-5000	ELECTRONIC EXCH. MEMBER: ORDER FLOW
MERRILL LYNCH PROFESSIONAL CLEARING CORP.	Approval Date: 12/7/2012
One Bryant Park, 6th Fl.	Membership Type:
New York NY 10036 Tele #: (646) 743-1295	ELECTRONIC EXCH. MEMBER: CLEARANCE
MERRILL LYNCH, PIERCE, FENNER & SMITH INCORPORAT	Approval Date: 12/7/2012
One Bryant Park	Membership Type:
New York NY 10036 Tele #: (212) 449-1000	ELECTRONIC EXCH. MEMBER: ORDER FLOW/CLEARANCE
MORGAN STANLEY & CO. LLC	Approval Date: 12/7/2012
1585 Broadway	Membership Type:
New York NY 10036 Tele #: (212) 761-4000	ALL MEMBERSHIPS

OPTIVER US LLC	Approval Date: 1/27/2015
130 E. Randolph Street, Ste. 1300	Membership Type:
Chicago IL 60601 Tele #: (312) 821-9500	REGULAR MARKET MAKER
PEAK6 CAPITAL MANAGEMENT LLC	Approval Date: 7/22/2015
141 W. Jackson Blvd., Ste. 500	Membership Type:
Chicago IL 60604 Tele #: (312) 444-8700	ELECTRONIC EXCH. MEMBER: ORDER FLOW
PERSHING LLC	Approval Date: 3/12/2013
1 Pershing Plaza, 10th Fl.	Membership Type:
Jersey City NJ 07399 Tele #: (201) 413-2000	ELECTRONIC EXCH. MEMBER: ORDER FLOW/CLEARANCE
QUANTLAB SECURITIES, LP	Approval Date: 4/7/2015
4200 Montrose Blvd., Ste. 200	Membership Type:
Houston TX 77006 Tele #: (713) 333-3700	ELECTRONIC EXCH. MEMBER: ORDER FLOW
SIMPLEX TRADING, LLC	Approval Date: 9/20/2013
230 So. LaSalle St., Ste. 4-100	Membership Type:
Chicago IL 60604 Tele #: (312) 360-2440	ELECTRONIC EXCH. MEMBER: ORDER FLOW
SUSQUEHANNA SECURITIES	Approval Date: 12/7/2012
401 City Avenue, Ste. 220	Membership Type:
Bala Cynwyd PA 19004 Tele #: (610) 617-2600	PRIMARY LEAD & LEAD MARKET MAKER
TIMBER HILL LLC	Approval Date: 12/7/2012
One Pickwick Plaza, Ste. 200	Membership Type:
Greenwich CT 06830 Tele #: (203) 618-5800	ALL MARKET MAKER CLASSES/EEM: CLEARANCE
UBS SECURITIES LLC	Approval Date: 12/7/2012
677 Washington Boulevard	Membership Type:
Stamford CT 06901 Tele #: (203) 719-3000	ELECTRONIC EXCH. MEMBER: ORDER FLOW/CLEARANCE
VOLANT LIQUIDITY, LLC	Approval Date: 5/31/2013
250 Vesey Street, Ste. 2601	Membership Type:
New York NY 10281 Tele #: (646) 484-3000	ALL MARKET MAKER CLASSES/EEM: ORDER FLOW
WALLEYE TRADING LLC	Approval Date: 5/13/2015
2800 Niagara Lane North	Membership Type:
Plymouth MN 55447 Tele #: (952) 345-6611	REGULAR MARKET MAKER/EEM: ORDER FLOW
WEDBUSH SECURITIES INC.	Approval Date: 12/7/2012
1000 Wilshire Boulevard	Membership Type:
Los Angeles CA 90017 Tele #: (213) 688-8090	ELECTRONIC EXCH. MEMBER: CLEARANCE
WELLS FARGO SECURITIES, LLC	Approval Date: 4/11/2014
550 South Tryon Street, 6th Floor	Membership Type:
Charlotte NC 28202 Tele #: (704) 715-6133	ELECTRONIC EXCH. MEMBER: ORDER FLOW/CLEARANCE
WOLVERINE EXECUTION SERVICES, LLC	Approval Date: 12/7/2012
175 W. Jackson Blvd., Ste. 200	Membership Type:
Chicago IL 60604 Tele #: (312) 884-4000	ELECTRONIC EXCH. MEMBER: ORDER FLOW/CLEARANCE
WOLVERINE TRADING, LLC	Approval Date: 12/7/2012
175 W. Jackson Blvd., Ste. 200	Membership Type:
Chicago IL 60604 Tele #: (312) 884-3490	PRIMARY LEAD & LEAD MARKET MAKER

For MIH Restricted and Proprietary information:

MIH Restricted – Confidential and Proprietary Information of Miami International Holdings, Inc. and its subsidiaries