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UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

2017 MAR 30 PM 5:49

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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

SEC

READ ALL INSTRUCTIONS PRIOR TO COMPLETING FORM Mail Processing
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Part I Initial Listing Report

- Name of Self-Regulatory Organization Listing New Derivative Securities Product:
Chicago Stock Exchange, Inc. Washington DC
- Type of Issuer of New Derivative Securities Product (e.g., clearinghouse, broker-dealer, corporation, etc.):
Trust
- Class of New Derivative Securities Product:
Ownership of the Trust
- Name of Underlying Instrument:
ProShares UltraPro 3x Short Crude Oil ETF
- If Underlying Instrument is an Index, State Whether it is Broad-Based or Narrow-Based:
Narrow-Based
- Ticker Symbol(s) of New Derivative Securities Product:
OILD
- Market or Markets Upon Which Securities Comprising Underlying Instrument Trades:
Various
- Settlement Methodology of New Derivative Securities Product:
See Prospectus
- Position Limits of New Derivative Securities Product (if applicable):
See Prospectus



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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:
Michael J. Cardin

Title: Director
Member Regulation Department

Telephone Number:
312-663-2204

Manual Signature of Official Responsible for Form:
Michael J. Cardin

Date: March 28, 2017

Act Securities Exchange Act of 1934
Section 19b-4(e)
Rule 19b-4(e)
Public Availability: MAR 30 2017



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Washington DC
412

March 28, 2017

By UPS

Claudette Ransom
Division of Trading and Markets
Securities and Exchange Commission
100 F Street NE – Stop 7010
Washington, DC 20549

Re: Form 19b-4(e) for exchange traded product

Dear Ms. Ransom:

Pursuant to Rule 19b-4(e) of the Securities Exchange Act of 1934, I enclose for filing an original and four copies of the Form 19b-4(e) relating to the following exchange traded product:

OILU	ProShares UltraPro 3x Crude Oil ETF
OILD	ProShares UltraPro 3x Short Crude Oil ETF

If you have any questions about this filing, please contact the undersigned at (312) 663-2204 or Kevin Curtin at (312) 663-2252.

Sincerely,

Michael J. Cardin
Director
Member Regulation Department

Enclosures

Act	Securities Exchange Act of 1934
Section	19b-4
Rule	19b-4(e)
Public Availability:	MAR 30 2017