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3

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May 18, 2005

Via Facsimile (202-942-9651) and U.S. Mail

Mr. Jonathan G. Katz
Secretary
Securities and Exchange Commission
450 Fifth Street, NW
Washington, DC 20549-0609



Re: SR-CBOE-2005-19 and SR-CBOE-2005-20

Dear Mr. Katz:

By this letter we respectfully request on behalf of Marshall Spiegel, who is a treasury seat member of the Chicago Board Options Exchange ("CBOE"), that the time for submitting comments in the above-referenced rulemaking be extended to and including May 24 to permit the public time to submit comments in response to the comment of the CBOE filed on or about May 9, 2005 in the form of the letter to you dated May 6, 2005 from CBOE's Executive Vice President and General Counsel, Joanne Moffic-Silver, Esq. CBOE's comment letter was filed eleven days after the public comment period closed. Mr. Spiegel did not receive notice of the comment until the Commission posted the letter on its website yesterday afternoon (May 17th).

Mr. Spiegel has been an active participant and commenter in these proceedings and others relating to the CBOE's filings seeking Commission approval of the CBOE's proposed changes, through purported "interpretations," to its Articles of Incorporation. We respectfully submit that the CBOE's May 6 letter (1) contains many new and erroneous contentions that deserve comment and (2) introduces new issues into these proposed rule change review proceedings that previously were not part of the public record and on which public comment has not been received. Specifically, with respect to the latter, the CBOE's letter raises new issues regarding the legality of its current reliance on and effectuation of the unapproved "interpretation" that is under review in these proceedings in connection with commencing its ongoing Offer to Purchase Exercise Right Privileges from purported "members" of the former Chicago Board of Trade.

In addition, the representations of the CBOE in its May 6 letter raise questions about the regularity in the Commission's process in these public proposed rule change review proceedings. Specifically, with respect to the new subject matter interjected by the CBOE, the May 6 letter at pages 8-9 attempts to justify the commencement of the Offer to Purchase prior to any Commission approval of the purported "interpretation" on the basis that the CBOE apparently had a reasonable expectation that the Commission would approve the CBOE's purported interpretation before the Offer to Purchase closes. By its terms, the Offer to Purchase closes May 25, 2005, although the CBOE also has the right to extend the period of the Offer.

Based on the experience of the related proposed rule change review proceeding SR-CBOE-2004-16 (which took many months to conclude), the CBOE could not have had a reasonable expectation on



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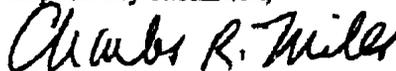
Page 2

April 26, 2005, when it commenced its Offer to Purchase, or even on May 6, that these proposed rule change review proceedings will be concluded before May 25, 2005. In these circumstances, such CBOE representations raise issues whether the CBOE, prior to commencing its Offer to Purchase on or about April 26, 2005, received from the Commission some sort of assurance *ex parte* that the purported "interpretation" that is the subject of these proceedings in fact *would be approved before May 25, 2005*. Such assurances would be highly irregular because at the time the Offer to Purchase commenced the period for filing of public comments had not expired and comments in fact were not filed until April 28. Underscoring the concerns about regularity is the fact that the CBOE had earlier advised Mr. Spiegel that it was in "close communication with the SEC" with respect to its Offer to Purchase, implying that the CBOE's decision to proceed with the Offer had the blessing of the SEC. (See the enclosed letter from Joanne Moffic-Silver, Esq. to Marshall Spiegel dated April 28, 2005.)

The Administrative Procedure Act ("APA") requires an open process where the record of the proceeding is known to all and the Commission's deliberations and decisions await the receipt and consideration of all comments. A secret assurance given in advance of and in derogation of the receipt of public comments would violate the spirit and letter of the APA. We are not asserting at this point that a secret assurance in violation of the APA in fact has occurred here, but the representations of the CBOE outlined above and the other circumstances raise concerns as to the regularity of the process of these proceedings. In these circumstances, it is necessary and appropriate to extend the time for public comment in these proposed rule change review proceedings.

For all the foregoing reasons, we respectfully request that additional time be granted to and including May 24 to file comments in response to the CBOE's May 6, 2005 letter.

Respectfully submitted,


Charles R. Mills

Enclosure

cc (via telefax):

Giovanni P. Prezioso, Esq.
General Counsel

Annette L. Nazareth, Esq.
Director, Division of Market Regulation

Elizabeth King, Esq.
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Joanne Moffic-Silver, Esq.
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April 28, 2005

VIA FACSIMILE

Mr. Marshall Spiegel
161ED Sheridan Road
Wilmette, IL 60691

Re: Letter dated April 26, 2005

Dear M. Spiegel:

Mr. Brodsky asked me to respond on his behalf to your letter dated April 26, 2005. It would not be appropriate or productive to debate the various statements made in your letter. Please be advised, however, that CBOE strongly disagrees with the key factual assumptions and legal conclusions set forth in that letter. Moreover, CBOE is in close communication with the SEC to ensure that its actions with respect to the Exercise Right are conducted with all necessary SEC approvals and in full compliance with CBOE's legal obligations.

Sincerely,

Joanne Moffic-Silver
Joanne Moffic-Silver

cc: William J. Brodsky