



1633 Broadway, 48th Floor
New York, NY 10019

April 1, 2014

Elizabeth M. Murphy
Secretary
U.S. Securities and Exchange Commission
100 F Street, NE
Washington, DC 20549-1090

**Re: Proposed Rule Change by The NASDAQ Stock Market LLC
("Nasdaq") Relating to Listing and Trading of Exchange-
Traded Managed Fund Shares (Release No. 34-71657;
File No. SR-NASDAQ-2014-020)**

Dear Ms. Murphy:

ConvergEx Execution Solutions LLC ("ConvergEx" or, the "Firm")¹ appreciates the opportunity to express its support for the above-referenced proposed rule change² (the "Proposed Rule"), which would permit the listing and trading of exchange-traded managed funds ("ETMFs"). The proposed ETMF structure should provide investment managers, who are concerned with maintaining the confidentiality of their portfolio strategies, with a more cost-effective investing strategy than current mutual fund models. Specifically, the Firm's assessment of ETMFs, consistent with the Proposed Rule release, suggests that ETMFs will provide investors access to active investment strategies utilizing the tax advantage structure of exchange-traded funds.³

¹ The Firm is part of the ConvergEx Group, LLC which is a leading provider of global brokerage and trading-related services for institutional investors and financial intermediaries. ConvergEx combines client-first service with innovative products, sophisticated strategies and proprietary technology to meet the challenges of increasingly dynamic and fast-paced markets. Headquartered in New York with a presence in several other key locations including London, Chicago, San Francisco, Boston and Atlanta, the company serves more than 3,000 clients accessing over 100 global market centers. ConvergEx Group includes ConvergEx Execution Solutions LLC (member NYSE/FINRA/SIPC); LiquidPoint, LLC (member CBOE/SIPC); G-Trade Services LLC (member FINRA/SIPC); Westminster Research Associates LLC (member FINRA/SIPC); ConvergEx Prime Services LLC (member FINRA/SIPC); ConvergEx Solutions LLC, of which ConnEx, Jaywalk and LDB are divisions; and ConvergEx Limited in the UK. ConvergEx Group, LLC is a subsidiary of ConvergEx Holdings, LLC. Additional information is available at www.convergex.com.

² Notice of Proposed Rule Change Relating to Listing and Trading of Exchange-Traded Managed Fund Shares, File No. SR-NASDAQ-2014-020), SEC Release No. 34-71657, 79 Fed. Reg. 14092 (March 12, 2014).

³ 79 Fed. Reg. at 14099.



The foregoing factors lead the Firm to believe that approval of the Proposed Rule could promote competition in the fund marketplace. Furthermore, such competition might enable ETMFs to trade close to the underlying fund value on a consistent basis. Based upon its experience as an Authorized Participant for various fund families, the Firm would welcome the opportunity to serve as an Authorized Participant for ETMFs upon approval of the Proposed Rule.

Sincerely,

Eric W. Noll

President and Chief Executive Officer
ConvergEx Group, LLC