EXHIBIT 5

Deleted text is [bracketed]. New text is underlined.

NASDAQ Stock Market Rules

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7000. Charges for Membership, Services, and Equipment

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7030. Other Services
(a) – (c) No change.

(d) Nasdaq Testing Facilities

Nasdaq operates two test environments. One is located in Ashburn, Virginia and the other in Carteret, New Jersey. Unless otherwise noted, reference to the "Nasdaq Testing Facility" or "NTF" applies to both environments.

(1) The following fees are assessed for access to the Nasdaq Testing Facility:

   (A) [Subscribers]Users that conduct tests of the computer-to-computer interface (CTCI) and the Financial Information Exchange (FIX) interface to ACT and ACES access protocols through the Nasdaq Testing Facility (NTF) shall pay the following charges:

$285/hour	For Active Connection [testing during the normal operating hours of the NTF;]
[No Charge]	[For Idle Connection testing;]
[$333/hour]	[For Active Connection testing at all times other than the normal operating hours of the NTF.]

   (B) – (C) No change.

The connectivity provided under this rule also provides connectivity to the other test environments of [NASDAQ OMX BX, Inc. and NASDAQ OMX PHLX LLC]Nasdaq BX, Inc., Nasdaq PHLX, LLC, Nasdaq ISE, LLC, Nasdaq MRX, LLC, and Nasdaq GEMX, LLC.

(2)

(A) An "Active Connection" commences when the user begins to send and/or receive a transaction to and from the NTF and continues until the earlier of disconnection or the commencement of [an Idle Connection]a Period of Inactivity.

[(B) An "Idle Connection" commences after a Period of Inactivity and continues until the earlier of disconnection or the commencement of an Active Connection. If a Period of Inactivity occurs immediately after subscriber's connection to the NTF is established and is then immediately followed by an Idle Connection, then such Period of Inactivity shall also be deemed a part of the Idle Connection.]

(B)[**(C)**] A "Period of Inactivity" is any uninterrupted period of time [that is]that occurs while a user is connected to the NTF [of specified length when the connection is open but] and when the NTF is [not]neither receiving from nor sending to the user[subscriber] any transactions. With respect to any particular user, each Period of Inactivity is billable at the Active Connection rate after the first 10 minutes thereof and up to a maximum amount of 60 minutes for all Active Connections that the user experiences per day.[The length of the Period of Inactivity shall be such period of time between 10 minutes and 60 minutes in length as Nasdaq may specify from time to time by giving notice to users of the NTF.]

(3) – (7) No change.

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