EXHIBIT 5

New text is <u>underlined</u>;
Deleted text is in [brackets]

RULES OF THE NYSE ARCA, INC.

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RULE 5-O OPTION CONTRACTS TRADED ON THE EXCHANGE

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Section 2. Underlying Securities

Rule 5.3-O. Criteria for Underlying Securities

Underlying securities with respect to which put or call option contracts are approved for listing and trading on the Exchange must meet the following criteria:

(a) The Exchange shall from time to time establish guidelines to be considered in arriving at such a determination, and the fact that a particular security may meet the guidelines established by the Exchange does not necessarily mean that it will be selected as an underlying security. Further, in exceptional circumstances an underlying security may be selected by the Exchange even though it does not meet all of the guidelines. The Exchange may also give consideration to maintaining diversity among various industries and issuers in selecting underlying securities. Notwithstanding the foregoing, however, absent exceptional circumstances, an underlying security will not be selected unless:

   (1) - (3) No Change.

   (4)

      (A) If the underlying security is a "covered security" as defined under Section 18(b)(1)(A) of the Securities Act of 1933, the market price per share of the underlying security has been at least $3.00 for the previous [five]<u>three</u> consecutive business days preceding the date on which the Exchange submits a certificate to the Clearing Corporation for listing and trading. For purposes of this rule, the market price of such underlying security is measured by the closing price reported in the primary market in which the underlying security is traded.

      (B) If the underlying security is not a "covered security", the market price per share of the underlying security has been at least $7.50 for the majority of business days during the three calendar months preceding the date of selection, as measured by the lowest closing price reported in any market in which the underlying security traded on each of the subject days.

(5) - (6) No Change.

(b) - (j)   No Change.

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