

Exhibit 3



NASDAQ OMX BX, INC. ("BX")  
Short Form Membership Application and Membership Agreement

To qualify for expedited approval of membership in NASDAQ OMX BX, Inc., the applicant must be an approved member of The NASDAQ Stock Market LLC (NASDAQ) or FINRA.

**A. Applicant Information**

Full legal name of Applicant Organization (must be an approved FINRA member):	CRD No.
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Main office address:

Phone:	Type of Entity:	Corporation	Partnership	LLC
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Name of individual completing application:

Email address:	Phone:
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**B. Nature of Intended Activity (check all that apply)**

<p>NASDAQ OMX BX ("BX") <b>Equity</b></p> <p>Order entry Market maker Other _____</p>	<p>NASDAQ OMX BX Options ("BX Options") <b>Options</b></p> <p>Order entry Market maker Other _____</p> <p>Applicant's Designated Options Examining Authority _____</p>
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**C. Affiliates**

Does Applicant have any affiliates conducting securities transactions that are not registered with the Securities and Exchange Commission?

Yes

No

**D. Equity Clearing Arrangement**

National Securities Clearing Corporation ("NSCC")

Self-Clearing NSCC Account No.: \_\_\_\_\_

Agreement with clearing agent  
NSCC Account No.: \_\_\_\_\_

Name of broker dealer acting as clearing agent:  
\_\_\_\_\_

**E. Options Clearing Arrangement**

The Options Clearing Corporation ("OCC")

Self-Clearing OCC Account No.: \_\_\_\_\_  
Requires clearing guarantee attached as **Appendix A.**

Agreement with clearing agent  
OCC Account No.: \_\_\_\_\_

Name of broker dealer acting as clearing agent:  
\_\_\_\_\_

Requires clearing guarantee attached as **Appendix B.**

**F. Executive Representative**

Provide the following information for the person assigned as the NASDAQ Executive Representative pursuant to BX <a href="#">Rule 1150</a>	
<b>Executive Representative:</b>	<b>Title:</b>
<b>Email:</b>	<b>Phone:</b>
<b>G. Supervision</b>	
Provide the following information for the person that will be primarily responsible for Applicant's BX <b>equity</b> trading activity:	
<b>Name:</b>	<b>Title:</b>
<b>Email:</b>	<b>Phone:</b>
Provide the following information for the person that will be primarily responsible for Applicant's BX <b>options</b> trading activity:	
<b>Name:</b>	<b>Title:</b>
<b>Email:</b>	<b>Phone:</b>
<b>H. Required Supplemental Material (please include all that apply)</b>	
<b><u>EQUITY</u></b>	
All applicants for <b>NASDAQ OMX BX</b> must submit the following with this application:	
<ul style="list-style-type: none"> <li>○ A fully executed NASDAQ OMX U.S. Services Agreement (if not already submitted with another NASDAQ membership application)</li> <li>○ The NASDAQ OMX BX Membership Agreement, attached as <b>Appendix A</b></li> <li>○ A check in the amount of \$2,000.00 made payable to NASDAQ OMX BX (this fee is <b>waived</b> if Applicant is applying for BX membership solely to qualify for participation on the BX Options Market)</li> </ul>	
<b><u>OPTIONS</u></b>	
All applicants seeking participation on the <b>NASDAQ OMX BX Options Market</b> must also submit the following with this application:	
<ul style="list-style-type: none"> <li>○ The BX Options Participant Agreement, attached as <b>Appendix B</b></li> <li>○ The appropriate clearing letter of guarantee attached as <b>Appendix C</b> (self-clearing) and <b>Appendix D</b> (third party clearing)</li> <li>○ <b>If</b> seeking market making status on BX Options, applicants must also submit the following: <ul style="list-style-type: none"> <li>□ A copy of the Applicant's Information Barrier procedures</li> <li>□ List of market making accounts, attached as <b>Appendix E</b></li> </ul> </li> </ul>	
<b>I. Registration Requirements</b>	
Pursuant to BX Rules 1020 and 1030 and BX Options Rules at Chapter XI, Sec. 2, upon approval of membership, your firm must access Web CRD and register <b>all</b> of its associated persons who are active in the following registration categories:	
<ul style="list-style-type: none"> <li>▪ Series 4 (Registered Options Principal)</li> <li>▪ Series 7 (General Securities Representative)</li> <li>▪ Series 9/10 (General Securities Sales Supervisor)</li> <li>▪ Series 17 (UK – Limited General Securities Registered Representative)</li> <li>▪ Series 24 (General Securities Principal)</li> <li>▪ Series 27 (Financial and Operations Principal)</li> <li>▪ Series 42 (Registered Options Representative)</li> <li>▪ Series 56 (Proprietary Trader)</li> <li>▪ Series 56; Series 24 (Proprietary Trader Principal)</li> </ul>	
<b>J. Application Filing Instructions</b>	
Applications and supplemental material should be submitted via email to <a href="mailto:membership@nasdaqomx.com">membership@nasdaqomx.com</a> .	

Questions may be directed to NASDAQ OMX Membership at +1 215 496 5159 or +1 215 496 5322.

**APPENDIX A**

**NASDAQ OMX BX, INC.  
Membership Agreement**

**Firm name:** \_\_\_\_\_ **CRD number:** \_\_\_\_\_

In connection with this application for membership in NASDAQ OMX BX, Inc. (BX) and in the event that this application is approved for BX membership, the Applicant hereby agrees to abide by the terms and conditions set forth below:

The Applicant undertakes to (1) engage only in those business activities permissible pursuant to its membership agreement(s) with BX, NASDAQ, PHLX, FINRA, and any other Self-Regulatory Organization of which the Applicant is a member; (2) obtain the prior approval of BX pursuant to BX rule 1017 before removing or modifying any restrictions imposed on permissible business activities or before effecting any material change in business operations; and (3) file a written notice and application with BX at least 30 days prior to effecting a change in the ownership or control of the Applicant pursuant to BX Rule 1017, in circumstances where required by the Rule.

The Applicant also agrees:

- A. To comply with federal securities laws, the rules and regulations there under, the BX rules and all rulings, orders, directions and decisions issued and sanctions imposed under the BX rules.
- B. To pay such dues, assessments and other charges in the manner and amount as from time to time shall be fixed pursuant to the BX rules;
- C. That this Agreement has been executed on behalf of, and with the authority of, the above-named Applicant.

The Undersigned and Applicant represent that the information and statements contained within the application and other information filed are current, true, and complete. The Undersigned and the Applicant further represent that to the extent that any information submitted is not amended, such information is currently accurate and complete and agree that the information contained in the Applicant's Uniform Application for Broker-Dealer Registration (Form BD) will be kept current and accurate by proper amending of the Form BD as changes occur. Applicant further represents that registrations for waive-in Associated Persons, registered with BX, will be kept current by proper amending of Form U4 & Form U5.

By:

Print Name \_\_\_\_\_

Title \_\_\_\_\_

Authorized Signature \_\_\_\_\_

Date \_\_\_\_\_

**APPENDIX B**

**BX Options Participant Agreement  
(BX Options Rules, [Chapter II, Section 1\(b\)iv](#))**

**Firm name:** \_\_\_\_\_ **CRD**

**number:** \_\_\_\_\_

In connection with the member's application for participation in the NASDAQ OMX BX Options Market and in the event that this application is approved for participation, the Applicant hereby agrees to abide by the terms and conditions set forth below:

The Applicant undertakes to (1) engage only in those business activities permissible pursuant to its membership agreement(s) with BX, NASDAQ, PHLX, FINRA, and any other Self-Regulatory Organization of which the Applicant is a member; (2) obtain the prior approval of BX pursuant to [BX Rule 1017](#) before removing or modifying any restrictions imposed on permissible business activities or before effecting any material change in business operations; and (3) file a written notice and application with BX at least 30 days prior to effecting a change in the ownership or control of the Applicant pursuant to BX Rule 1017, in circumstances where required by the Rule.

The Applicant also agrees:

- A. To comply with the federal securities laws, the rules and regulations thereunder, the BX rules including but not limited to NASDAQ OMX BX Options Market rules and all rulings, orders, directions and decisions issued and sanctions imposed under the BX rules;
- B. To pay such dues, assessments and other charges in the manner and amount as from time to time shall be fixed pursuant to the BX rules;
- C. That this Agreement has been executed on behalf of, and with the authority of, the above-named Applicant. The Undersigned and Applicant represent that the information and statements contained within the application and other information filed are current, true and complete. The Undersigned and the Applicant further represent that to the extent that any information submitted is not amended, such information is currently accurate and complete and agree that the information contained in the Applicant's Uniform Application for Broker-Dealer Registration (Form BD) will be kept current and accurate by proper amending of the Form BD as changes occur. Applicant further represents that the registrations for waive-in Associated Persons, registered with BX, will be kept current by proper amending of Form U4 and Form U5.

By:

Print Name \_\_\_\_\_

Title \_\_\_\_\_

Authorized Signature \_\_\_\_\_

Date \_\_\_\_\_

**Appendix C**

**To be submitted by Applicants who are direct members of The Options Clearing Corporation**

To: NASDAQ OMX (“NASDAQ”) Membership Department

From: \_\_\_\_\_  
(Individual Completing Form)  
\_\_\_\_\_  
(Participant Organization)

Re: Options Market Participant Letter of Guarantee

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The Participant noted above is an approved member of The Options Clearing Corporation (“OCC”) and an approved Participant of:

**NASDAQ OMX PHLX LLC (“PHLX”)  
NASDAQ Options Market (“NOM”)  
NASDAQ OMX BX Options Market (“BX Options”)**

The Participant, as a Self-Clearing Member and in accordance with NASDAQ rules,<sup>1</sup> accepts financial responsibility for all transactions entered into by the Participant on NASDAQ. This letter shall be deemed to be a Letter of Guarantee and shall remain in effect until a written notice of revocation has been filed with NASDAQ Member Regulation. Any such revocation shall in no way relieve the Participant of its responsibility for Exchange transactions guaranteed prior to the effective date of the revocation.

Accepted and agreed to this date: \_\_\_\_\_

Clearing Member OCC Number: \_\_\_\_\_

Clearing Member National Securities  
Clearing Corporation (“NSCC”) Number:<sup>2</sup>  
\_\_\_\_\_

Clearing Member Representative Signature: \_\_\_\_\_

\_\_\_\_\_  
(phone number)

\_\_\_\_\_  
(print name/title)

**Please return executed form to:** NASDAQ OMX Membership Department  
1900 Market Street, 2nd Floor, Philadelphia, PA 19103  
[membership@nasdaqomx.com](mailto:membership@nasdaqomx.com)

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<sup>1</sup> **See** PHLX Rule 911; NOM Chapter VII, Sec. 8; BX Options Chapter VII, Sec. 8

<sup>2</sup> **See** PHLX Rule 909; NOM Chapter XV, Section 1; BX Options Chapter XV, Sec. 1. If the NSCC Number provided is not affiliated with the Clearing Member, an additional written authorization signed by a representative of the NSCC Member must accompany this Letter of Guarantee.

**Appendix D**

**To be submitted by Applicants with a third party clearing arrangement.**

To: NASDAQ OMX (“NASDAQ”) Membership Department

From: \_\_\_\_\_  
(Individual Completing Form)

\_\_\_\_\_  
(Participant Organization)

Re: Options Market Participant Letter of Guarantee

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The Participant noted above has represented to the undersigned Clearing Member, a member of The Options Clearing Corporation (“OCC”), that it is an approved participant of:

- NASDAQ OMX PHLX LLC (“PHLX”)**
- NASDAQ Options Market (“NOM”)**
- NASDAQ OMX BX Options Market (“BX Options”)**

The undersigned Clearing Member, in accordance with NASDAQ rules,<sup>1</sup> accepts financial responsibility for all transactions made by the above referenced Participant when such transactions are executed through the undersigned Clearing Member. This letter shall be deemed to be a Letter of Guarantee and shall remain in effect until a written notice of revocation has been filed with NASDAQ Member Regulation. Any such revocation shall in no way relieve the undersigned Clearing Member of responsibility for Exchange transactions guaranteed prior to the effective date of the revocation.

Accepted and agreed to this date: \_\_\_\_\_

Clearing Member Organization: \_\_\_\_\_

Clearing Member OCC Number: \_\_\_\_\_

Clearing Member National Securities  
Clearing Corporation (“NSCC”) Number:<sup>2</sup>  
\_\_\_\_\_

Clearing Member Representative Signature: \_\_\_\_\_

\_\_\_\_\_  
(phone number)

\_\_\_\_\_  
(print name/title)

**Please return executed form to:** NASDAQ OMX Membership Department  
1900 Market Street, 2nd Floor, Philadelphia, PA 19103  
[membership@nasdaqomx.com](mailto:membership@nasdaqomx.com)

<sup>1</sup> See PHLX Rule 911; NOM Chapter VII, Sec. 8; BX Options Chapter VII, Sec. 8

<sup>2</sup> See PHLX Rule 909; NOM Chapter XV, Sec. 1; BX Options Chapter XV, Sec. 1. If the NSCC Number provided is not affiliated with the Clearing Member, an additional written authorization signed by a representative of the NSCC Member must accompany this Letter of Guarantee.



