

EXHIBIT 5

(additions are underlined; deletions are [bracketed])

**SECOND AMENDED AND RESTATED LIMITED LIABILITY COMPANY
AGREEMENT**

OF

TEXAS STOCK EXCHANGE LLC

(a Delaware limited liability company)

ARTICLE III

Board of Directors

Section 3. Nomination and Election

(g) The initial Directors of the Board of Directors shall be appointed by the LLC Member and shall serve until the first annual meeting of the LLC Member, which would take place within [ninety (90)]two hundred forty (240) days after the Approval Date, as defined in Article X, Section 1 of this Limited Liability Company Agreement.
