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OFFICE OF THE SECRETARY
COMMODITY FUTURES TRADING COMMISSION

July 24, 2007

Ms. Eileen A. Donovan
Acting Secretary
Commodity Futures Trading Commission
Three Lafayette Center
1155 21st Street, N.W.
Washington, D.C. 20581

Reference File # 2810.01
Rule Certification

Dear Ms. Donovan:

Pursuant to Commission Regulation 40.6(a), the Chicago Board of Trade (CBOT[®]) hereby submits the following:

- **Amendments to Rulebook Appendix 2D as indicated in the attached text. (additions bolded and underlined; deletions struck through).**

Under CBOT's Rule 230.00 and Regulation 230.02, an eligible business organization may qualify as a member firm of the Exchange if the required numbers of CBOT memberships and/or shares of stock, as specified in Rulebook Appendix 2D, are registered on behalf of the firm. The membership and share registration requirements are components of the financial safeguards which the Exchange employs to help ensure member firm financial integrity.

The referenced amendments reflect the conversion of shares of CBOT Holdings, Inc. into shares of CME Group Inc. which has resulted from the completion of the CME/CBOT merger initiative. The amendments also reflect adjustments in share registration requirements which supersede the "Shares Reduction Schedule" previously established for the period June 1 through August 1, 2007. The revised share registration requirements are consistent with the requirements which CME applies to comparable entities.

The CBOT intends to implement these amendments one day after the Commission's receipt of this submission.

There were no opposing views concerning these amendments.

July 24, 2007
Ms. Eileen A. Donovan
Page Two

The CBOT certifies that these amendments comply with the Commodity Exchange Act and the rules thereunder.

Sincerely,

Paul J. Draths
Vice President and Secretary

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MEMBER FIRM REGISTRATION REQUIREMENTS

FIRM MEMBERSHIP TYPE	TRADING RIGHTS AND CME GROUP INC. CLASS A SHARES* (*Also see <u>Class A Shares Reduction Schedule</u> at page 3-)
Equity Member Firms	
- Closely Held Clearing Proprietary Firms ¹ - Corporate Clearing Proprietary Firms ² - Registered Equity FCMs - Sole Proprietor Clearing Member	1 Series B-1 (Full) and 27,338 8,000 shares
- Closely Held Equity Proprietary Firms ¹ - Corporate Equity Proprietary Firms ² - Qualified Affiliates ³ of Closely Held Clearing or Equity Proprietary Firms, Corporate Clearing or Equity Proprietary Firms, or Registered Clearing or Equity FCMs	1 Series B-1 (Full) and 27,338 8,000 shares; or 1 Series B-2 (Associate) and 10,000 1,750 shares
- Registered Clearing FCMs	2 Series B-1 (Full) and 54,676 8,000 shares
- Membership Umbrella – Unlimited Number of Qualified Affiliates ³	4 Series B-1 (Full), 2 Series B-2 (Associate) and 129,352 8,000 shares; or 5 Series B-1 (Full) and 129,352 8,000 shares (Agricultural Only)
- Pools, Hedge Funds or Other Collective Investment Vehicles – Equity Members	4 Series B-1 (Full), 2 Series B-2 (Associate) and 129,352 8,000 shares ⁴
Trading Member Firms	
- Proprietary Trading Firms ² - Registered Trading FCMs - Qualified Affiliates ³ of any Equity or Trading Member Firm (excluding Pools, Hedge Funds or Other Collective Investment Vehicles – Equity or Trading Members)	1 Series B-1 (Full); or 1 Series B-2 (Associate); or 1 Series B-4 (IDEM); or 1 Series B-5 (COM)
- Qualified Affiliates ³ of any Equity or Trading Member Firm (excluding Pools, Hedge Funds or Other Collective Investment Vehicles – Equity or Trading Members)	1 Series B-1 (Full) Leased; or 1 Series B-2 (Associate) Leased; or 1 Series B-4 (IDEM) Leased; or 1 Series B-5 (COM) Leased
- Pools, Hedge Funds or Other Collective Investment Vehicles – Trading Members	2 Series B-1 (Full) and 1 Series B-2 (Associate) ⁵
e-cbot Member Firms	
- e-cbot Member Firms	1 Series B-1 (Full) Leased; or 1 Series B-2 (Associate) Leased
Investment Only Member Firms	
- Investment Only Member Firms	1 Series B-1 (Full) 1 Series B-2 (Associate) 1 Series B-3 (GIM) 1 Series B-4 (IDEM) 1 Series B-5 (COM)

Notes: a) Sole Proprietor Clearing Members and Non-FCM Clearing Equity Members registered as such as of July 12, 2007 have a “grandfathered” share registration requirement of 4,725.

b) Clearing/Equity members of both CME and CBOT have a 12,000 share registration requirement, except when the CBOT Equity member is registered via a B-2 membership, in which case the share registration requirement is 9,750.

¹ Closely Held Proprietary Firms must be wholly owned by members or by members and employees of the firm.

² Proprietary Firms that are not wholly owned by members or by members and employees of the firm must have a business purpose deemed appropriate by the Exchange, including cash grain firms, financial institutions, market makers designated by the Exchange, proprietary trading firms that do not otherwise meet the definition of a Pool, Hedge Fund or Other Collective Investment Vehicle, or other forms of business approved by the Exchange.

³ Qualified Affiliates are non-FCM, non-clearing entities that are not pools, hedge funds or other collective investment vehicles, and which are wholly owned by one or more member firms, wholly own a member firm, or are wholly owned by the same parent company(ies) as a member firm.

⁴ Qualifies up to six pools, hedge funds or other collective investment vehicles where the member firm exercises trading control over, is under common trading control with, or wholly owns such entities. Each additional Series B-1 (Full) membership and ~~27,338~~ **8,000** shares or Series B-2 (Associate) membership and ~~10,000~~ **1,750** shares will qualify an additional such entity. A Registered Clearing FCM or Equity FCM or a Clearing or Equity Proprietary Firm (Closely Held or Corporate) that qualifies for the Membership Umbrella may also qualify a pool, hedge fund or other collective investment vehicle, over which it or any of its Qualified Affiliates exercises trading control, through the registration of an additional Series B-1 (Full) membership and ~~27,338~~ **8,000** shares or Series B-2 (Associate) membership and ~~10,000~~ **1,750** shares for each such entity that it wishes to qualify for Equity Member Firm transaction fees, or through the registration of an additional Series B-1 (Full) or Series B-2 (Associate) membership for each such entity that it wishes to qualify for Trading Member Firm transaction fees.

⁵ Qualifies up to three pools, hedge funds or other collective investment vehicles where the member firm exercises trading control over, is under common trading control with, or wholly owns such entities. Each additional Series B-1 (Full) or Series B-2 (Associate) membership will qualify an additional such entity.

CLASS A SHARES REDUCTION SCHEDULE

Class A Shares registration requirements as shown on page 1 of this Appendix 2D will be reduced in three increments beginning June 1, 2007. The following chart reflects (in number of shares) how the share registration requirements will change for each particular firm membership type.

A Current Requirement of:	Will Change to:
10,000	8,333 as of June 1, 2007 6,666 as of July 1, 2007 5,000 as of August 1, 2007
27,338	22,725 as of June 1, 2007 18,112 as of July 1, 2007 13,500 as of August 1, 2007
54,676	45,451 as of June 1, 2007 36,226 as of July 1, 2007 27,000 as of August 1, 2007
129,352	107,566 as of June 1, 2007 85,780 as of July 1, 2007 64,000 as of August 1, 2007