

July 25, 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 # 2812.01
Rule Certification

Dear Ms. Donovan:

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

- **Amendments to Rule 230.00 and Regulations 230.01 through 230.03 as indicated in the attached texts (additions bolded and underlined; deletions bracketed and struck through).**

The referenced rule and regulations set forth requirements for eligible business organizations to become member firms of the Exchange. These requirements include share registration provisions which previously have been specified in terms of Class A common stock of CBOT Holdings, Inc. 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 CBOT intends to implement these amendments one day after the Commission's receipt of this submission.

There were no opposing views concerning these amendments.

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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230.00 Registration - An eligible business organization may qualify as a member firm of the Exchange if the required numbers of memberships and/or shares of Class A common stock of [~~CBOT Holdings~~] **CME Group Inc.** are registered on behalf of the firm, as specified in Regulation 230.02 and Appendix 2D.

All registered memberships must be in the name of a principal or employee of the member firm. Such principal or employee shall be referred to as a "nominee" with respect to the membership. All registered shares of Class A common stock of [~~CBOT Holdings~~] **CME Group Inc.** must be in the name of the member firm, or one or more member-principals or member-employees of the member firm. Registered memberships and registered shares are not required to be in the name of the same individuals. All such membership or share registrations may be terminated at any time by the Exchange, or by the member firm, the nominees or the registering shareholders, as applicable, with the prior written approval of the Exchange.

No shares of Class A common stock of [~~CBOT Holdings~~] **CME Group Inc.** that are qualifying a member firm, or a Qualified Affiliate under Regulation 230.02 or 230.03, may be sold, pledged, hypothecated, lent, re-registered or otherwise transferred without the prior written approval of the Exchange. Each member or Qualified Affiliate is deemed to acknowledge that the Exchange has control over such shares and must comply with any policies or procedures established by the Exchange to effect control over such shares.

All memberships and/or shares of Class A common stock of [~~CBOT Holdings~~] **CME Group Inc.** that are owned by a member firm that is not a clearing member firm or a registered futures commission merchant may be in the name of a principal or employee of, and may be registered (except as provided in Regulation 249.01(b)(i)) on behalf of, another member firm which is wholly owned by such member firm, which wholly owns such member firm, or which is wholly owned by the same parent company(ies) as such member firm. During the term that any such memberships or shares that are necessary to qualify the member firm are registered on behalf of such other member firm, the member firm owning the memberships or shares will not be entitled to member firm transaction fees. However, any such member firm will remain subject to all applicable Exchange Rules and Regulations, including the disciplinary procedures set forth in Chapter 5, and the arbitration procedures set forth in Chapter 6.

230.01 Ownership of Registered Memberships and Registered Shares - For purposes of Rule 230.00 and Regulation 230.02, all Series B memberships and all shares of Class A common stock of [~~CBOT Holdings~~] **CME Group Inc.** registered on behalf of a member firm must be owned by either the member firm, another member firm which is wholly owned by such member firm, which wholly owns such member firm, or which is wholly owned by the same parent company(ies) as such member firm, or the nominees or member-shareholders who registered such memberships or shares, except in those instances where a leased membership may be registered for a member firm or a Qualified Affiliate under Rule 230.00 or Regulation 230.02 or 230.03.

230.02 Registration of Memberships and Class A Shares for a Member Firm - An individual desiring to register a membership and/or shares of Class A common stock of [~~CBOT Holdings~~] **CME Group Inc.** in order to qualify an eligible business organization as a member firm under Rule 230.00, and an eligible business organization seeking to qualify as a member firm, shall submit applications in the forms designated by the Exchange. The categories of member firms and the numbers of memberships and/or numbers of shares of Class A common stock of [~~CBOT Holdings~~] **CME Group Inc.** that must be registered on behalf of a member firm in each category are listed in Appendix 2D. Only shares of Class A common stock that are maintained in an account with the [~~CBOT Holdings~~] **CME Group Inc.** transfer agent may be registered for a firm.

A member firm that is qualified by the registration of one or more Series B-1 (Full) memberships shall be entitled to member firm transaction fees for all contracts traded on the Exchange. A member firm that is qualified solely by the registration of a Series B-2 (Associate), Series B-4 (IDEM) or Series B-5 (COM) membership shall only be entitled to member firm transaction fees with respect to those contracts in which such members have trading privileges, respectively. However, no Investment Only Member Firm shall be entitled to member firm transaction fees.

In order to qualify a new clearing member firm or a new registered futures commission merchant member firm, whether or not such firm is a current member firm in another category, the applicant shall submit the

firm's certified financial statement prepared by an independent Certified Public Accountant as of the most recent fiscal year end, and a financial statement (which need not be certified) which is current as of the most recent preceding calendar month end. However, a Sole Proprietor that is seeking to qualify as a clearing member firm shall submit a financial statement in the form designated by the Exchange. In order to qualify a firm in all other firm membership categories, the applicant shall submit such financial information of the firm that may be required, in the discretion of the Exchange.

If a member firm desires to change its member firm category, it must submit any documents required by the Exchange, and it must obtain the approval of the Exchange. The Exchange may, in its discretion, waive or modify any of the foregoing requirements regarding the submission of financial information, or grant temporary approval pending the submission of such financial information, in the case of changes in member firm category that are necessitated by reorganization of current member firms.

Upon receipt of an application to qualify a new member firm, the Exchange shall, within fifteen days thereafter, make the name of the firm available to the membership.

No membership nor any particular shares of Class A common stock of [~~CBOT Holdings~~] **CME Group Inc.** may be registered on behalf of more than one member firm or Qualified Affiliate.

Except as provided in Regulation 221.09, no membership registered for any member firm under Rule 230.00 may be delegated under the provisions of Rule 221.00.

An eligible business organization which has been conditionally approved for member firm status shall have six (6) months after the date that it was notified of such approval, or within such extension of such period as may be granted by the Exchange, to satisfy any conditions or contingencies imposed on such approval. If the conditions or contingencies are not satisfied by the applicable deadline, the Exchange's approval of the eligible business organization for member firm status shall be deemed void.

230.03 Qualified Affiliates and Pools, Hedge Funds and Other Collective Investment Vehicles

(i) Qualified Affiliates - For purposes of Appendix 2D, the term "Qualified Affiliate" shall mean a non-futures commission merchant, non-clearing entity that is not a pool, hedge fund or other collective investment vehicle, which is wholly owned by one or more member firms, which wholly owns a member firm, or which is wholly owned by the same parent company(ies) as a member firm. Except in those circumstances where the qualifying Series B membership may be leased by the Qualified Affiliate, the Series B membership and/or shares of Class A common stock of [~~CBOT Holdings~~] **CME Group Inc.** that must be registered in order to qualify a Qualified Affiliate may be owned by the member firm (if not also necessary to qualify the member firm), or by the Qualified Affiliate or its member-principals or member-employees. For purposes of the Membership Umbrella set forth in Appendix 2D, the required Series B memberships and/or shares of Class A common stock may be owned by the member firm, or by one of more of its Qualified Affiliates or member-principals or member-employees of such Qualified Affiliates.

(ii) Pools, Hedge Funds or Other Collective Investment Vehicles – The Series B memberships and/or shares of Class A common stock that must be registered in order to qualify Pools, Hedge Funds or Other Collective Investment Vehicles, as set forth in Appendix 2D, may be owned by the member firm, or by one of more of the qualified pools, hedge funds or collective investment vehicles or by member-principals or member-employees of such qualified pools, hedge funds or collective investment vehicles.

(iii) All designations of Qualified Affiliates and qualified pools, hedge funds and other collective investment vehicles, as set forth in Appendix 2D, must be documented with, and approved by, the Exchange in such manner as the Exchange prescribes, before they will become effective. The Exchange may withdraw its approval of such a designation for good cause.