

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	SECURITY INTEREST

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Philadelphia Stock Exchange, Inc.		07/24/2008	CORPORATION: DELAWARE

RECEIVING PARTY DATA

Name:	Bank of America, N.A.
Street Address:	335 Madison Avenue
Internal Address:	as Collateral Agent
City:	New York
State/Country:	NEW YORK
Postal Code:	10017
Entity Type:	National Association:

PROPERTY NUMBERS Total: 28

Property Type	Number	Word Mark
Registration Number:	2755527	AUTOM
Registration Number:	2688647	THE COVERED CALL
Registration Number:	2631527	FILL X
Registration Number:	2793726	FILL X PHILADELPHIA STOCK EXCHANGE QUALITY OF EXECUTION REPORT
Registration Number:	3259880	ONE CONNECTION. THREE MARKETS. AND THOUSANDS OF PRODUCTS.
Registration Number:	1365301	PACE
Registration Number:	2988760	PBOT
Registration Number:	2988761	PBOT
Registration Number:	3279076	P PBOT PHILADELPHIA BOARD OF TRADE
Registration Number:	3371935	PBOT WORLD CURRENCY FUTURES
Registration Number:	3291906	PBOT XL
Registration Number:	3031211	PHILADELPHIA BOARD OF TRADE

CH \$715.00 2755527

Registration Number:	2444109	PHILADELPHIA STOCK EXCHANGE
Registration Number:	2400041	PHLX
Registration Number:	3279077	P PHLX PHILADELPHIA STOCK EXCHANGE
Registration Number:	3355140	PHLX WORLD CURRENCY OPTIONS
Registration Number:	3265118	PHLX.COM
Registration Number:	3426816	PHLX XL
Registration Number:	3284361	PHLX XLE
Registration Number:	3279079	SCCP STOCK CLEARING CORPORATION OF PHILADELPHIA
Registration Number:	1937137	UCOM
Serial Number:	77014420	PIXL
Serial Number:	77115839	XDB
Serial Number:	77027121	XLE
Registration Number:	1937138	UNITED CURRENCY OPTIONS MARKET
Registration Number:	3342946	XDE
Registration Number:	2873263	X.STATION
Serial Number:	77074934	PHLX IRON NETWORK

CORRESPONDENCE DATA

Fax Number: (202)408-3141
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
Phone: 800-927-9801 x2348
Email: jpaterso@cscinfo.com
Correspondent Name: Corporation Service Company
Address Line 1: 1090 Vermont Avenue NW, Suite 430
Address Line 2: Attn: Jean Paterson
Address Line 4: Washington, DISTRICT OF COLUMBIA 20005

ATTORNEY DOCKET NUMBER:	661837
NAME OF SUBMITTER:	Jean Paterson
Signature:	/Jean Paterson/
Date:	07/25/2008

Total Attachments: 10
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RECORDATION FORM COVER SHEET TRADEMARKS ONLY

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):
Philadelphia Stock Exchange, Inc.

Individual(s) Association
 General Partnership Limited Partnership
 Corporation-State
 Other a Delaware Corporation

Additional name(s) of conveying party(ies) attached? Yes No

3. Nature of conveyance:
 Assignment Merger
 Security Agreement Change of Name
 Other _____

Execution Date: 07/24/2008

2. Name and address of receiving party(ies)
Name: Bank of America, N.A., as
Internal
Address: Collateral Agent

Street Address: 335 Madison Avenue
City: New York State: NY Zip: 10017

Individual(s) citizenship _____
 Association _____
 General Partnership _____
 Limited Partnership _____
 Corporation-State _____
 Other _____

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No
(Designations must be a separate document from assignment)
Additional name(s) & address(es) attached? Yes No

4. Application number(s) or registration number(s):
A. Trademark Application No.(s) See Schedule I

Additional number(s) attached Yes No

B. Trademark Registration No.(s) See Schedule I

5. Name and address of party to whom correspondence concerning document should be mailed:
Name: James P. Murphy
Internal Address: Cahill Gordon & Reindel LLP

Street Address: 80 Pine Street

City: New York State: NY Zip: 10005

6. Total number of applications and registrations involved: 28

7. Total fee (37 CFR 3.41).....\$ _____
 Enclosed
 Authorized to be charged to deposit account

8. Deposit account number:

DO NOT USE THIS SPACE

9. Signature.
James P. Murphy  July 24, 2008
Name of Person Signing Signature Date

Total number of pages including cover sheet, attachments, and document: 

Mail documents to be recorded with required cover sheet information to:
Commissioner of Patent & Trademarks, Box Assignments
Washington, D.C. 20231

EXECUTION COPY

TRADEMARK SECURITY AGREEMENT (the "Agreement"), dated as of July 24, 2008, between PHILADELPHIA STOCK EXCHANGE, INC., a Delaware corporation, with offices located at 1900 Market Street, Philadelphia, PA 19103 (the "Grantor") and BANK OF AMERICA, N.A., with offices at 335 Madison Ave., New York, NY 10017, as collateral agent for the Credit Agreement.

Reference is made to the Guarantee and Collateral Agreement, dated as of February 27, 2008 (as amended, supplemented or otherwise modified from time to time, the "Collateral Agreement"), among The NASDAQ OMX Group, Inc. (the "Borrower"), certain subsidiaries of the Borrower party thereto and Bank of America, N.A., as Collateral Agent for the Credit Agreement. The Lenders have agreed to extend credit to the Borrower and/or the Additional Borrower, as applicable, subject to the terms and conditions set forth in the Credit Agreement dated as of February 27, 2008 (as amended, supplemented or otherwise modified from time to time (the "Credit Agreement"). Bank of America, N.A. will act as collateral agent (the "Collateral Agent") for the benefit of the Lenders under the Credit Agreement. The obligations of the Lenders to extend such credit are conditioned upon, among other things, the execution and delivery of this Agreement. Accordingly, the parties hereto agree as follows:

SECTION 1. Terms. Capitalized terms used in this Agreement and not otherwise defined herein have the meanings specified in the Collateral Agreement. The rules of construction specified in Section 1.01(b) of the Collateral Agreement also apply to this Agreement.

SECTION 2. Grant of Security Interest. As security for the payment or performance, as the case may be, in full of the Obligations, the Grantor, pursuant to the Collateral Agreement, did and hereby assigns and pledges to the Collateral Agent, its successors and assigns, for the ratable benefit of the Secured Parties, and did and hereby does grant to the Collateral Agent, its successors and assigns, for the ratable benefit of the Secured Parties, a security interest in all right, title or interest in or to any and all of the following assets and properties now owned or at any time hereafter acquired by such Grantor or in which such Grantor now has or at any time in the future may acquire any right, title or interest (collectively, the "Trademark Collateral"):

(a) all trademarks, service marks, trade names, trade styles, trade dress, logos, other source or business identifiers, designs and general intangibles of like nature, all registrations thereof, and all applications for registration filed in connection therewith, including registrations and registration applications in the United States Patent and Trademark Office (or any successor thereto) or any similar offices in any State of the United States or any other country or any political subdivision thereof, and all extensions or renewals thereof, including those listed on Schedule I (the "Trademarks"); and

(b) all goodwill symbolized by the Trademarks or connected with the use thereof.

Notwithstanding anything herein to the contrary, in no event shall the security interest granted hereunder attach to any application to register any Trademark where such application has been filed on an intent-to-use basis and no statement of use has been accepted by

the U.S. Patent and Trademark Office.


SECTION 3. Collateral Agreement. The security interests granted to the Collateral Agent herein are granted in furtherance, and not in limitation of, the security interests granted to the Collateral Agent pursuant to the Collateral Agreement. The Grantor hereby acknowledges and affirms that the rights and remedies of the Collateral Agent with respect to the Trademark Collateral are more fully set forth in the Collateral Agreement, the terms and provisions of which are hereby incorporated herein by reference as if fully set forth herein. In the event of any conflict between the terms of this Agreement and the Collateral Agreement, the terms of the Collateral Agreement shall govern.

SECTION 4. Governing Law. This Agreement shall be construed in accordance with and governed by the law of the State of New York.

[The remainder of this page is intentionally blank.]

IN WITNESS WHEREOF, the parties hereto have duly executed this Agreement
as of the day and year first above written.

PHILADELPHIA STOCK EXCHANGE, INC.

By: 
Name: Christopher R. Conannon
Title: Chief Executive Officer

[Signature Page to Trademark Security Agreement]

65769-New York, Series 3A

TRADEMARK
REEL: 003822 FRAME: 0445

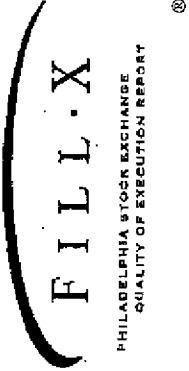
BANK OF AMERICA, N.A.,
as Collateral Agent



By: William J. Coupl
Name: William J. Coupl
Title: JVP


[Signature Page to Trademark Security Agreement]

SCHEDULE I
to
TRADEMARK SECURITY AGREEMENT
TRADEMARK REGISTRATIONS AND TRADEMARK APPLICATIONS

U.S. Trademark Registrations:

<u>Owner</u>	<u>Trademark</u>	<u>Reg./Ser. No.</u>	<u>Reg./Filing Date</u>	<u>Renewal Period</u>
Philadelphia Stock Exchange, Inc.	AUTOM®	2755527	6/4/2002	8/26/2012 – 8/26/2013
Philadelphia Stock Exchange, Inc.	THE COVERED CALL®	2688647	6/4/2002	2/18/2012 – 2/18/2013
Philadelphia Stock Exchange, Inc.	FILL•X®	2631527	12/21/2001	10/8/2011 – 10/8/2012
Philadelphia Stock Exchange, Inc.		2793726	12/21/2001	12/16/2012 – 12/16/2013

<u>Owner</u>	<u>Trademark</u>	<u>Reg./Ser. No.</u>	<u>Reg./Filing Date</u>	<u>Renewal Period</u>
Philadelphia Stock Exchange, Inc.	ONE CONNECTION. THREE MARKETS. AND THOUSANDS OF PRODUCTS.®	3259880	10/23/2006	7/10/2016 – 7/10/2017
Philadelphia Stock Exchange, Inc.	PACE®	1365301	5/23/1984	10/15/2014 - 10/15/2015
Philadelphia Stock Exchange, Inc.	PBOT®	2988760	6/30/2004	Period: 8/30/2014 – 8/30/2015
Philadelphia Stock Exchange, Inc.	 ®	2988761	6/30/2004	8/30/2014 – 8/30/2015
Philadelphia Stock Exchange, Inc.	 ®	3279076	10/26/2006	8/14/2016 - 8/14/2017
Philadelphia Stock Exchange, Inc.	PBOT WORLD CURRENCY FUTURES®	3371935	5/2/2007	1/22/2017 - 1/22/2018
Philadelphia Stock Exchange, Inc.	PBOT XL®	3291906	10/21/2005	9/11/2016 – 9/11/2017
Philadelphia Stock Exchange, Inc.	PHILADELPHIA BOARD OF TRADE®	3031211	6/30/2004	12/20/2014 – 12/20/2015

<u>Owner</u>	<u>Trademark</u>	<u>Reg./Ser. No.</u>	<u>Reg./Filing Date</u>	<u>Renewal Period</u>
Philadelphia Stock Exchange, Inc.	PHILADELPHIA STOCK EXCHANGE®	2444109	11/18/1999	4/17/2010 – 4/17/2011
Philadelphia Stock Exchange, Inc.	PHLX®	2400041	11/18/1999	10/31/2009 – 10/31/2010
Philadelphia Stock Exchange, Inc.	 PHLX PHILADELPHIA STOCK EXCHANGE ®	3279077	10/26/2006	8/14/2016 - 8/14/2017
Philadelphia Stock Exchange, Inc.	PHLX WORLD CURRENCY OPTIONS®	3355140	2/13/2007	12/18/2016 - 12/18/2017
Philadelphia Stock Exchange, Inc.	PHLX.COM®	3265118	9/12/2006	7/17/2016 – 7/17/2017
Philadelphia Stock Exchange, Inc.	PHLX XL®	3426816	10/21/2005	5/13/2017 – 5/13/2018
Philadelphia Stock Exchange, Inc.	PHLX XLE®	3284361	10/2/2006	8/28/2016 – 8/28/2017
Philadelphia Stock Exchange, Inc.	 SCCP STOCK CLEARING CORPORATION ® OF PHILADELPHIA	3279079	10/26/2006	8/14/2016 - 8/14/2017
Philadelphia Stock Exchange, Inc.	UCOM®	1937137	11/29/1994	11/21/2014 – 11/21/2015

<u>Owner</u>	<u>Trademark</u>	<u>Reg./Ser. No.</u>	<u>Reg./Filing Date</u>	<u>Renewal Period</u>
Philadelphia Stock Exchange, Inc.	UNITED CURRENCY OPTIONS MARKET®	1937138	11/29/1994	11/21/2014 – 11/21/2015
Philadelphia Stock Exchange, Inc.	XDE®	3342946	2/20/2007	11/27/2016 – 11/27/2017
Philadelphia Stock Exchange, Inc.	X.STATION®	2873263	6/11/2002	8/17/2013 - 8/17/2014

U.S. Trademark Applications:

<u>Owner</u>	<u>Trademark</u>	<u>Reg./Ser. No.</u>	<u>Reg./Filing Date</u>	<u>Renewal</u>
Philadelphia Stock Exchange, Inc.	PHLX IRON NETWORK	77/074934	1/3/2007	PENDING 2/19/2008 Notice of Allowance Statement of Use or first extension due 8/19/2008

<u>Owner</u>	<u>Trademark</u>	<u>Reg./Ser. No.</u>	<u>Reg./Filing Date</u>	<u>Renewal</u>
Philadelphia Stock Exchange, Inc.	PIXL	77/014420	10/5/2006	PENDING 5/27/2008 Notice of Allowance Statement of Use or 1 st extension due 11/27/2008
Philadelphia Stock Exchange, Inc.	XDB	77/115839	2/26/2007	PENDING Published 9/11/2007 Opposition filed by Deutsche Bank 3/7/2008
Philadelphia Stock Exchange, Inc.	XLE	77/027121	10/23/2006	PENDING 5/6/2008 Notice of Allowance Statement of Use filed 5/27/2008; accepted 6/21/2008