

Form I Page 1 Execution Page	U.S. SECURITIES AND EXCHANGE COMMISSION WASHINGTON, D.C. 20549 APPLICATION FOR, AND AMENDMENTS TO APPLICATION FOR, REGISTRATION AS A NATIONAL SECURITIES EXCHANGE OR EXEMPTION FROM REGISTRATION PURSUANT TO SECTION 5 OF THE EXCHANGE ACT	Date filed (MM/DD/YY) 11/02/07	OFFICIAL USE ONLY
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WARNING: Failure to keep this form current and to file accurate supplementary information on a timely basis, or the failure to keep accurate books and records or otherwise to comply with the provisions of law applying to the conduct of the applicant would violate the federal securities laws and may result in disciplinary, administrative or criminal action.

INTENTIONAL MISSTATEMENTS OR OMISSIONS OF FACTS
MAY CONSTITUTE CRIMINAL VIOLATIONS

APPLICATION AMENDMENT

1. State the name of the applicant: BATS Exchange, Inc.

2. Provide the applicant's primary street address (Do not use a P.O. Box):
4151 N. Mulberry Dr., Suite 275
Kansas City, Missouri 64116

3. Provide the applicant's mailing address (if different):

4. Provide the business telephone and facsimile number:
(816) 285-9900 (816) 285-9919
(Telephone) (Facsimile)

5. Provide the name, title and telephone number of a contact employee:
Joseph P. Ratterman President & CEO, BATS Exchange, Inc. (816) 285-9911
(Name) (Title) (Telephone Number)

6. Provide the name and address of counsel for the applicant:
J. Craig Long, Foley & Lardner LLP
321 N. Clark St., Suite 2800
Chicago, IL 60610

7. Provide the date that applicant's fiscal year ends: December 31

8. Indicate legal status of the applicant: Corporation Sole Partnership Partnership
 Limited Liability Company Other (specify): _____

If other than a sole proprietor, indicate the date and place where applicant obtained its legal status (e.g. state where incorporated, place where partnership agreement was filed or where applicant entity was formed):
(a) Date (MM/DD/YY): 11/01/07 (b) State/Country of formation: Delaware/United States of America
(c) Statute under which applicant was organized: General Corporation Law of the State of Delaware

EXECUTION:
The applicant consents that service of any civil action brought by, or notice of any proceeding before, the Securities and Exchange Commission in connection with the applicant's activities may be given by registered or certified mail or confirmed telegram to the applicant's contact employee at the main address, or mailing address if different, given in Items 2 and 3. The undersigned, being first duly sworn, deposes and says that he/she has executed this form on behalf of, and with the authority of, said applicant. The undersigned and applicant represent that the information and statement contained herein, including exhibits, schedules, or other documents attached hereto, and other information filed herewith, all of which are made a part hereof, are current, true and correct.

Date: 11/02/07 **TAMARA TUCKER**
Notary Public-Notary Seal
STATE OF MISSOURI
Clay County BATS Exchange, Inc.
(MM/DD/YY) My Commission Expires: Oct. 25, 2009 (Name of Applicant)
By: Joseph P. Ratterman **Commission # 00786203** Joseph P. Ratterman, President & CEO
(Signature) (Printed Name and Title)

Subscribed and sworn before me this 2nd day of November, 2007 by Tamara Tucker
(Month) (Year) (Notary Public)

My Commission expires 10/25/09 County of Clay State of Missouri

This page must always be completed in full with original, manual signature and notarization.
Affix notary stamp or seal where applicable.