

**ONECHICAGO CLEARING MEMBER GUARANTEE AND ACKNOWLEDGMENT
FOR ACCESS THROUGH GLOBEX®**

OneChicago, LLC (“OneChicago”) is a joint venture of Chicago Mercantile Exchange Inc. (“CME”), the Chicago Board Options Exchange, Incorporated (“CBOE”) and the Chicago Board of Trade (“CBOT”). Members of CME, CBOE and CBOT are members of OneChicago. Market participants may access trading in OneChicago products through CME’s GLOBEX electronic platform or through CBOE’s CBOE*direct*® electronic platform, and OneChicago trades may be cleared through either CME or The Options Clearing Corporation (“OCC”). Any firm that is currently a clearing member of either CME or OCC is a clearing member of OneChicago (“a Clearing Member”).

In this OneChicago Clearing Member Guarantee and Acknowledgment (the “Guarantee”), each OneChicago Clearing Member that will guarantee OneChicago trades on behalf of members or other market participants that access OneChicago products through GLOBEX must identify the Executing Firm Numbers (as defined below) for which it will clear trades in OneChicago Products and identify whether it will clear those trades through CME or through OCC. Clearing Members that will also guarantee trades on behalf of members or other market participants that access OneChicago products through CBOE*direct* must complete a separate form guaranteeing the relevant CBOE*direct* connections.

“Executing Firm Numbers,” as used in this Guarantee, refers to the CME or CBOE firm number that GLOBEX® will associate with bids, offers or other order-related messages concerning OneChicago products (“Orders”) and any resulting trades, including all CME “class A” clearing firm numbers, sub-firm and affiliate firm number under which a user might execute OneChicago trades (or a CBOE firm number in the event that a firm will use GLOBEX to execute OneChicago trades as a CBOE firm).

Note on Executing Firm Numbers and Post-Trade Processing: The Executing Firm Number that GLOBEX will associate with Orders for OneChicago products, as described above, will be used to direct any resulting trades to either CME’s or CBOE’s post-trade processing systems: transactions “executed as” CME firms will post-trade process at CME, and transactions “executed as” CBOE firms will post-trade process at CBOE. In the event that a firm desires to conduct post-trade processing at CBOE for OneChicago trades entered into through GLOBEX, the firm must separately identify to CME the CME Executing Firm number for which this election is made and CBOE firm number under which OneChicago trades will be executed. In this situation, the CBOE firm number must be included on this Guarantee as an Executing Firm Number, and CME will ensure that the applicable GLOBEX User IDs are set up in GLOBEX to execute OneChicago trades under the CBOE firm number.

THIS GUARANTEE MUST BE COMPLETED AND RETURNED TO:

**CHICAGO MERCANTILE EXCHANGE INC.
CLEARING HOUSE DIVISION – 6th FLOOR
30 S. WACKER DRIVE
CHICAGO, ILLINOIS 60606
ATTN: ONECHICAGO COORDINATOR**

**NO LATER THAN 4:00 P.M. CDT ON MONDAY, OCTOBER 21, 2002 IN ORDER TO
ENSURE THAT TRADING FIRMS LISTED ABOVE ARE ABLE TO PARTICIPATE IN
TRADING FOR ONECHICAGO’S PLANNED LAUNCH ON OCTOBER 25, 2002.**

Section I: Clearing Member Information

Clearing Member Name: _____

Clearing Member is a clearing member in good standing of (complete both if applicable):

CME Clearing Member # _____ OCC Clearing Member # _____

Telephone Number: _____

Section II: Agreement to Clear Trades

CLEARING MEMBER HEREBY AGREES to be responsible for all Orders that are entered into the OneChicago matching engine through a Covered Connection (as defined below) by user IDs associated with an Executing Firm Number identified in Part VI, and that Clearing Member will clear any trades that are matched by the OneChicago matching engine as a result of such Orders in accordance with Clearing Member's designations in this Guarantee. "Covered Connection" as used in this Guarantee, means a GLOBEX connection to the OneChicago matching engine for which Clearing Member is responsible, without regard to whether Clearing Member's control over such connection is direct or indirect. Clearing Member agrees to be responsible for Orders and to clear resulting trades even if the Orders received by the OneChicago matching engine through a Covered Connection (i) were entered by an unknown or unauthorized user, (ii) exceeded Clearing Member's credit limits, or (iii) were entered as a result of a failure in Clearing Member's security controls and/or credit controls. Clearing Member further agrees to be responsible for and to clear transactions in OneChicago products that are accepted under any Executing Firm Number as give-up or CMTA transactions, either by direct acceptance or as a result of a standing automatic acceptance arrangement, upon such acceptance and without regard to whether the transaction was entered into through GLOBEX or CBOEdirect.

Section III: Acceptance of Rules

Clearing Member understands and agrees that it is subject to the rules, policies and procedures of OneChicago with respect to all bids, offers and other order-related activity, matched transactions and other activity in OneChicago Products; provided, however, that (i) the rules, policies and procedures of OCC shall control with respect to any matters specifically related to clearing of OneChicago products through OCC; (ii) the rules, policies and procedures of CME shall control with respect to any matters specifically related to clearing of OneChicago products through CME and/or post-execution processing of trades in OneChicago products at CME.

Section IV: ADDITIONAL DOCUMENTATION REQUIRED

For each Clearing Member that will clear OneChicago trades through CME, CME must have received a fully executed **Designation of Appointed Clearing Member Agreement** (also known as a Third Party Delivery Agreement), in which an OCC member firm agrees to facilitate deliveries in OneChicago products on behalf of the Clearing Member.

Section V: AMENDMENTS

Clearing Member may amend this Guarantee to add or remove Executing Firm Numbers in its sole discretion at any time by completing an Amendment to OneChicago Clearing Member Guarantee.

Part A: Executing Firm Numbers for Transactions Clearing through CME
(if Clearing Firm will not clear any OneChicago transactions through CME, skip to Part B)

The following Executing Firm Numbers will clear OneChicago transactions through CME
Clearing Member Name _____, CME Clearing Member Firm Number _____.

List Executing Firm Numbers using both the exchange and the firm number (*e.g.*, “CME 123” or “CBOE 456”) for all firms clearing OneChicago trades through CME.

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Part B: Executing Firm Numbers for Transactions Clearing through OCC

The following Executing Firm Numbers will clear OneChicago transactions through OCC
Member Firm Name _____, OCC Member Firm Number _____.

List Executing Firm Numbers using both the exchange and the firm number (*e.g.*, “CME 123” or “CBOE 456”) for all firms clearing OneChicago trades through OCC.

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SIGNATURE PAGE

ACCEPTED AND AGREED TO:

Clearing Member Name* _____

By: _____

Print Name: _____

Title: _____

(Must be an authorized Officer)

**One copy of this Guarantee is required for each legal entity that will clear trades as a OneChicago Clearing Member.*

OCC Stamp (for OCC Clearing Members):

IF YOU HAVE QUESTIONS ABOUT THIS GUARANTEE PLEASE CONTACT:

Ed Gogol
CME Clearing House Division
(312) 648-3674

Dan Carrigan, Managing Director
OneChicago
(312) 424-8522

Dale Michaels
CME Clearing House Division
(312) 930-3062

Robert Paul, General Counsel
OneChicago
(312) 424-8515

Tom Hudon
OCC Member Services Department
312-322-2082 or
800-544-6091