

[Note: Appendix A to the preamble will not appear in the Code of Federal Regulations.]

Form BD-N

OMB APPROVAL
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UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

**FORM FOR NOTICE OF REGISTRATION AS A BROKER-DEALER FOR THE PURPOSE OF
TRADING SECURITY FUTURES PRODUCTS PURSUANT TO SECTION 15(b)(11) OF THE
SECURITIES EXCHANGE ACT OF 1934**

FORM BD-N INSTRUCTIONS

1. GENERAL INSTRUCTIONS – Form BD-N is the form for notice of registration as a broker-dealer for the limited purpose of trading security futures products (“Security Futures Product Broker-Dealer”) pursuant to Section 15(b)(11) of the Securities Exchange Act of 1934 (“Exchange Act”).

- A Security Futures Product Broker-Dealer must be registered with the Commodity Futures Trading Commission as a futures commission merchant or as an introducing broker, and must state that it is so registered by answering “yes” to Item 2A.
- A Security Futures Product Broker-Dealer must be a member of the National Futures Association (“NFA”) or another national securities association registered under Section 15A(k) of the Exchange Act, and must indicate such membership by answering “yes” to Item 2B.
- Except for securities transactions that do not require broker-dealer registration (such as transactions in government securities that are incidental to futures-related business as defined in Rules 3a43-1 and 3a44-1 under the Exchange Act), a Security Futures Product Broker-Dealer must limit its business in securities to security futures products, and must indicate that it will properly limit its securities business to security futures products by answering “yes” to Item 2C.

NOTE:

- A Security Futures Product Broker-Dealer may apply for registration as a “full” broker-dealer pursuant to Section 15(b)(1) of the Exchange Act to conduct business in securities other than in security futures products by filing an application on Form BD. A full broker-dealer is not subject to the exemptions contained in Section 15(b)(11)(B) of the Exchange Act, even with respect to its business in security futures products.
- The notice registration of the Security Futures Product Broker-Dealer will remain effective while the Security Futures Product Broker-Dealer’s application to become a full broker-dealer is pending. However, the Security Futures Product Broker-Dealer must continue to limit its business in securities to security futures products until it has satisfied all of the requirements under the Exchange Act to become a full broker-dealer. An application by a Security Futures Product Broker-Dealer to become a full broker-dealer constitutes express consent to withdrawal of its notice registration once it has satisfied all of the requirements under the Exchange Act to become a full broker-dealer.

2. CONTACT EMPLOYEE – The individual listed as the contact employee must be authorized to receive all contact information, communications, and mailings and is responsible for disseminating such information within the Security Futures Product Broker-Dealer’s organization.

3. FORMAT

- Attach an Execution Page (Page 1) with original manual signatures.
- Please type all information.
- Use only the current version of Form BD-N or a reproduction.

4. WHERE TO FILE AND NUMBER OF COPIES – Submit one original and two copies of Form BD-N to the Commission’s designated agent, the NFA, at the following address: National Futures Association, Registration Department, 200 West Madison Street, Suite 1600, Chicago, IL 60606.

5. PAPERWORK REDUCTION ACT DISCLOSURE

- Form BD-N requires a futures commission merchant or an introducing broker registering as a Security Futures Product Broker-Dealer for the sole purpose of trading security futures products pursuant to Section 15(b)(11) of the Exchange Act to provide the Commission with certain information.
- An agency may not conduct or sponsor, and a person is not required to respond to, a collection of information unless it displays a currently valid control number. Sections 15, 17(a), and 23(a) of the Exchange Act authorize the Commission to collect information on Form BD-N. See 15 U.S.C. §§ 78o, 78q(a), and 78w(a).
- Form BD-N is designed to enable the Commission to determine whether a Security Futures Product Broker-Dealer is in compliance with the requirements of the Exchange Act.
- It is estimated that a futures commission merchant or an introducing broker will spend approximately 0.5 hours completing Form BD-N. It also is estimated that each Security Futures Product Broker-Dealer will spend approximately 0.25 hours preparing each amendment to Form BD-N.
- It is mandatory that futures commission merchants and introducing brokers seeking to trade security futures products file a Form BD-N with the Commission through its designated agent, the NFA. It is also mandatory that Security Futures Product Broker-Dealers file amendments to Form BD-N with the Commission’s designated agent, the NFA.
- The Commission gives no assurance of confidentiality with respect to the responses submitted on Form BD-N. The public has access to the information contained on Form BD-N.
- This collection of information has been reviewed by the Office of Management and Budget in accordance with the requirements of 44 U.S.C. § 3507.

Form BD-N Page 1 (Execution Page)	U.S. SECURITIES AND EXCHANGE COMMISSION WASHINGTON, D.C. 20549 FORM AND AMENDMENTS FOR NOTICE OF REGISTRATION AS A SECURITY FUTURES PRODUCT BROKER-DEALER FOR THE PURPOSE OF TRADING SECURITY FUTURES PRODUCTS PURSUANT TO SECTION 15(b)(11) OF THE EXCHANGE ACT	Date filed (MM/DD/YYYY) / / _____
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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 applicable provisions of law with respect to the conduct of business as a broker-dealer 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. Exact name, principal business address, mailing address, if different, and telephone number of *applicant*:
 - A. Full name of Security Futures Product Broker-Dealer (if sole proprietor, state last, first and middle name):

 - B. IRS Identification No.

 - C. (1) Name under which Security Futures Product Broker-Dealer's business primarily is conducted, if different from Item 1A:

 - (2) List any other name by which the firm conducts business and where it is used:

 - D. If this filing makes a name change on behalf of the Security Futures Product Broker-Dealer, enter the new name and specify whether the name change is of the Security Futures Product Broker-Dealer's name or business name:

 - E. Security Futures Product Broker-Dealer's main address: (Do not use a P.O. Box)

(Number and Street)	(City)	(State/Country)	(Zip + 4/Postal Code)
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 - F. Mailing address, if different:

 - G. Business Telephone Number:

_____	(Area Code)	(Telephone Number)
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 - H. Contact Employee:

_____	(Area Code)	(Telephone Number)
(Name and Title)		

EXECUTION – The Security Futures Product Broker-Dealer consents that service of any civil action brought by or notice of any proceeding before the Securities and Exchange Commission in connection with the Security Futures Product Broker-Dealer's activities may be given by registered or certified mail or confirmed telegram to the Security Futures Product Broker-Dealer's contact employee at the main address, or mailing address if different, as provided, above.

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 Security Futures Product Broker-Dealer. The undersigned and the Security Futures Product Broker-Dealer represent that the information and statements 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 complete. The undersigned and the Security Futures Product Broker-Dealer further represent that to the extent any information previously submitted is not amended, such information is currently accurate and complete.

(Name of Security Futures Product Broker-Dealer)

 (Signature) _____ (Print Name and Title)

Subscribed and sworn before me this ____ day of _____, _____ by _____
(Month) (Year) (Notary Public)

My Commission expires _____ County of _____ State of _____

*This page must always be completed in full with original, manual signature and notarization.
To amend, circle items being amended. Affix notary stamp or seal where applicable.*

DO NOT WRITE BELOW THIS LINE – FOR OFFICIAL USE ONLY

Form BD-N Page 2	U.S. SECURITIES AND EXCHANGE COMMISSION WASHINGTON, D.C. 20549 FORM AND AMENDMENTS FOR NOTICE OF REGISTRATION AS A SECURITY FUTURES PRODUCT BROKER-DEALER FOR THE PURPOSE OF TRADING SECURITY FUTURES PRODUCTS PURSUANT TO SECTION 15(b)(11) OF THE EXCHANGE ACT	OFFICIAL USE	OFFICIAL USE ONLY
2. Check the appropriate boxes:		Yes No	
A. Is the Security Futures Product Broker-Dealer registered with the Commodity Futures Trading Commission as a futures commission merchant or as an introducing broker?		<input type="checkbox"/> <input type="checkbox"/>	
B. Is the Security Futures Product Broker-Dealer a member of the National Futures Association or another national securities association registered under Section 15A(k) of the Exchange Act?		<input type="checkbox"/> <input type="checkbox"/>	
C. Does the Security Futures Product Broker-Dealer limit, or will it limit its business in securities to business that does not require it to register under Section 15(b)(1), Section 15B, or Section 15C of the Exchange Act?		<input type="checkbox"/> <input type="checkbox"/>	