

Bloomberg SEF LLC
731 Lexington Avenue
New York, NY 10022

June 4, 2013

Submitted via email

Division of Market Oversight – Exchange and Repository Branch
U.S. Commodity Futures Trading Commission
Three Lafayette Centre
1155 21st Street, N.W.
Washington, D.C. 20581
via email: secretary@cftc.gov and dmosubmissions@cftc.gov

Re: Bloomberg SEF LLC – Swap Execution Facility Application for Registration on Form SEF Pursuant to Section 5h of the Commodity Exchange Act and Part 37 of the Regulations of the Commodity Futures Trading Commission (the “Commission”), Request for Temporary Registration as a Swap Execution Facility Pursuant to Commission Regulation 37.3(c) and Request for Freedom of Information Act Confidential Treatment

Ladies and Gentlemen:

Pursuant to Section 5h of the Commodity Exchange Act and Part 37 of the regulations of the Commission, Bloomberg SEF LLC (the “Applicant”), as proposed operator of a swap execution facility, is hereby submitting to the Commission a Swap Execution Facility Application for Registration on Form SEF (together with each exhibit thereto, the “SEF Application”) and a request for temporary registration as a swap execution facility pursuant to Commission regulation 37.3(c). The Applicant hereby requests that the Commission grant the Applicant temporary registration as a swap execution facility pursuant to Commission regulation 37.3(c).

Bloomberg SEF LLC submitted a cover letter and application for registration on Form SEF earlier today, June 4, 2013 (the “Original Application”). This SEF Application and this cover letter requesting temporary registration as a swap execution facility supersede the Original Application.

We have submitted to the Assistant Secretary of the Commission for the Freedom of Information Act (“FOIA”), Privacy and Sunshine Acts Compliance a request that for reasons of business confidentiality, the Commission not disclose Confidential Information (as defined below) or its contents in response to any FOIA request or otherwise for an indefinite period. We wish to inform you that the Confidential Information constitutes, *inter alia*, privileged and confidential trade secrets and commercial or financial information within the meaning of FOIA, 5 U.S.C. § 552(b)(4)

Commodity Futures Trading Commission
June 4, 2013
Page 2

and Part 145.9(d)(1)(ii) of the Commission's regulations as well as confidential information covered by 18 U.S.C. § 1905.

For your reference, those portions of the SEF Application set out on Annex A hereto are referred to herein as the "Confidential Information".

Please promptly inform the following of any request for the Confidential Information or its contents made pursuant to FOIA or the Commission's rules so that we may substantiate the foregoing request for confidential treatment in accordance with Part 145.9 of the Commission's regulations.

David Levine
General Counsel
Bloomberg L.P.
731 Lexington Avenue
New York, NY 10022


Pursuant to Part 145.9(d)(4) of the Commission's regulations, we have marked each page of the Confidential Information with the words "Confidential Treatment Requested by Bloomberg SEF LLC" and have numbered each page of the SEF Application with an identifying number and code, beginning with "0001" and ending with "0591".

[signature page follows]

Commodity Futures Trading Commission
June 4, 2013
Page 3

Please contact the undersigned at (212) 617-8302 with any questions regarding this matter.

Very truly yours,


Gregory Dumark
Chief Compliance Officer

Bloomberg SEF LLC
731 Lexington Avenue
New York, NY 10022

Attachment: Annex A; FOIA Confidential Treatment Request; SEF Application

cc: Nancy Markowitz, Division of Market Oversight, Commodity Futures Trading
Commission (Email: NMarkowitz@cftc.gov)

Amir Zaidi, Division of Market Oversight, Commodity Futures Trading Commission
(Email: AZaidi@cftc.gov)

Annex A
Confidential Information

Name of Confidential Information	Identifying Number and Code
Exhibit A-1	0013 - 0014
Exhibit A-2	0015
Exhibit B-2	0016; 0021
Exhibit D-2	0024; 0026 - 0031
Exhibit D-3	0032 - 0033
Exhibit E	0034 - 0038
Exhibit F	0039 - 0043
Exhibit H	0078
Exhibit I	0079 - 0084
Exhibit J	0085
Exhibit K	0086
Exhibit N-1	0168 - 0176
Exhibit N-2	0177 - 0235
Exhibit N-3	0236 - 0259
Exhibit N-4	0260 - 0281
Exhibit N-5	0282 - 0285
Exhibit O	0286 - 0458
Exhibit P	0459
Exhibit Q	0460 - 0478
Exhibit R	0479
Exhibit S	0480
Exhibit T	0481
Exhibit V	0483 - 0591