

September 25, 2009

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CLIENT/MATTER NUMBER
093774-0101

Via E-Mail and Overnight Delivery

David A. Stawick
Secretary
U.S. Commodity Futures Trading Commission
1155 21st Street NW
Washington DC 20581

**Re: Resubmission of Designated Contract Market Application
of Media Derivatives, Inc.**

Dear Mr. Stawick,

On behalf of our client, Media Derivatives, Inc. ("MDEX"), we are submitting this application requesting approval of MDEX as a designated contract market under Section 5 of the Commodity Exchange Act. This application replaces the application submitted by letter dated September 11, 2009 and we hereby withdraw that earlier application.

Pursuant to Commodity Futures Trading Commission ("CFTC") Rule 38.3(a)(2), we request that MDEX's application be reviewed on an expedited basis and that MDEX be designated as a contract market not later than 90 days after the date of receipt of this application for designation by the Secretary of the CFTC.

Pursuant to CFTC Rule 38.4, MDEX is requesting approval of its Rulebook. MDEX is not submitting the terms and conditions of any contracts for approval and has removed those rules from its rulebook and the application materials, along with other materials included in the prior submission relating to the products.

For your reference we have included an index listing all of the documents that are being submitted as part of the application. Please note that we are submitting the index and each of the documents listed in bold italics in the index subject to a request for confidential treatment. We are separately submitting a letter requesting confidential treatment of those documents, a copy of which is also enclosed.



FOLEY & LARDNER LLP

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Please contact me if there are any questions regarding any of the application materials.

Respectfully submitted,

A handwritten signature in black ink, appearing to read 'Kathryn M. Trkla', written over a horizontal line.

Kathryn M. Trkla

Enclosures

cc: Riva Adriance, CFTC Division of Market Oversight
Jane Croessmann, CFTC Division of Market Oversight
Lois Gregory, CFTC Division of Clearing and Intermediary Oversight
Robert Swagger, Media Derivatives, Inc.
William Boyk, Media Derivatives, Inc.
Scott Early, Foley & Lardner LLP