

Media Derivatives, Inc.

6720 N. Scottsdale Rd., Suite 250 | Scottsdale, AZ 85253 | (480) 707-0700

April 12, 2010

Chairman Gary Gensler
Commodity Futures Trading Commission
Three Lafayette Center
1155 21st Street, N.W.
Washington, DC 20581

Re: **Media Derivatives, Inc. Application for Approval as a Designated Contract Market**

Dear Chairman Gensler:

Thank you for meeting with me and my colleagues on Friday April 9, 2010 to discuss Media Derivatives (MDEX). We found the meetings to be constructive. I trust we were able to convey to you the depth of our experience in the movie industry; the compelling reasons why the industry will benefit from effective risk management products offered on a transparent, regulated exchange market; MDEX's vision to be that marketplace; and our outreach activities over the past three years to explain to a cross-section of firms in the movie industry the risk management value of MDEX's initial products. Additionally, MDEX has received valuable input from various constituents of the MPAA as well as the larger entertainment industry with regard to other potential products that the MDEX exchange could offer. I want to personally offer my assurances that MDEX is fully committed to acting responsibly as a designated contract market ("DCM") following its approval, including with respect to listing of other innovative risk management products for the entertainment industry. I clarified this same commitment with Mr. Bob Pisano of the MPAA regarding the Opening Weekend Box Office product during our meeting last week, citing our letter to you dated April 2, 2010. It is for these reasons that during our meeting I offered that MDEX intends to offer submission of new class or category of motion picture related contracts to the Commission for approval prior to listing such products for trading. MDEX is separately submitting a representation letter affirming this commitment. We believe that such a process is prudent, respectful of all parties and assures an open channel of communication between interested parties with regard to potential new products.

We understand the Commission's reasons for requesting a further extension, through this Friday, April 16, 2010. MDEX's extension will allow time for the Commissioners to finalize their review of the over 100 documents submitted to the CFTC throughout the intensive 10 month review process by Commission staff that led to recommendation for approval of the MDEX DCM while permitting appropriate consideration for the product related concerns raised by MPAA and other entertainment trade

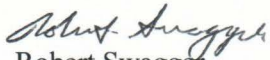
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associations on March 26th, April 2nd and now April 8th letters. MDEX believes that this time will allow the Commissioners to make a final and favorable determination of the MDEX DCM application as the concerns raised have been thoroughly addressed.

Accordingly, we agree to extend the statutory deadline for Commission action on MDEX's DCM application to April 16, 2010, on the understanding that the Commission will act upon the DCM application on or before that date. It is of the utmost importance to MDEX's shareholders, board and senior management that this be respected as a firm deadline.

Sincerely,



Robert Swagger
Chief Executive Officer

cc: Commissioner Michael Dunn
Commissioner Jill Sommers
Commissioner Bart Chilton
Commissioner Scott O'Malia
Mr. Richard Shilts
Ms. Jane Croessmann
Ms. Riva Spear Adriance