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July 3, 2013

By Electronic Mail (submissions@cftc.gov –and – DMOsubmissions@cftc.gov)

Secretary

Commodity Futures Trading Commission

Three Lafayette Centre

1155 21st Street, N.W.

Washington, D.C. 20581

**Re: Application for Registration and for Temporary Registration as a
Swap Execution Facility**

Ladies and Gentlemen:

TW SEF LLC (“TW SEF”) hereby applies for registration as a swap execution facility (“SEF”) pursuant to Section 5h of the Commodity Exchange Act and Commodity Futures Trading Commission (“Commission”) Regulation 37.3(b).

TW SEF hereby further requests that the Commission grant it temporary registration as a SEF pursuant to Commission Regulation 37.3(c).

As required by Commission Regulations 37.3(b)(1)(i) and 37.3(c)(1)(i), TW SEF is filing herewith a complete Form SEF that, together with the accompanying Exhibits, contains all information and documentation required by Regulation 37.3 and Form SEF.* TW SEF is separately filing, pursuant to Commission Regulations 37.3(b)(2) and 145.9, a petition for confidential treatment of those portions of its application that are not required by Commission Regulation 40.8(a) to be made publicly available.

Pursuant to Commission Regulation 37.3(b)(ii), TW SEF hereby requests from the Commission a unique, extensible, alphanumeric code for the purpose of identifying TW SEF pursuant to Part 45 of the Commission’s Regulations.

* Form SEF and the accompanying Exhibits are contained in two electronic files, designated respectively as “TW SEF Application - Confidential Submission” and “TW SEF Application – Non-Confidential Submission.”

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Questions regarding this application should be directed to the attention of Douglas Friedman, TW SEF's General Counsel, at doug.friedman@tradeweb.com or (646) 430-6104.

Sincerely,



Douglas Friedman

Encl. (Form SEF, with Exhibits)

cc: Richard A. Shilts
David Van Wagner
Amir Zaidi
Alexis Hall-Bugg
Division of Market Oversight

Scott Zucker
C. Robert Paul
TW SEF LLC