



ICE FUTURES U.S.
World Financial Center
One North End Avenue
New York, New York 10282

BY ELECTRONIC TRANSMISSION

Submission No. 08-33
May 19, 2008

OFFICE OF THE SECRETARIAT

2008 MAY 19 PM 2:33

RECEIVED
C.F.T.C.

Mr. David Stawick
Secretary of the Commission
Office of the Secretariat
Commodity Futures Trading Commission
Three Lafayette Centre
1155 21st Street, NW
Washington, DC 20581

**Re: Amendments to Fee Program -
Submission Pursuant to Section 5c(c)(1) of the Act and Regulation 40.6**

Dear Mr. Stawick:

Pursuant to Section 5c(c)(1) of the Commodity Exchange Act, as amended, and Commission Regulation 40.6, ICE Futures U.S., Inc. ("Exchange") submits, by written certification, amendments to its Fee Program.

In Submission Nos. 07-43, 07-47 and 08-30 dated August 1 and 14, 2007 and May 7, 2008, respectively, the Exchange submitted to the Commission a description of a trader incentive program called the Fee Program. Currently, the Fee Program is limited to members and member firms of the Chicago Mercantile Exchange, the Chicago Board of Options Exchange, the Chicago Board of Trade and the New York Mercantile Exchange. The amendments expand the Fee Program to include members and member firms of the International Securities Exchange ("ISE"). ISE members and member firms, who are accepted into the Fee Program, will qualify for a reduced Exchange fee for all proprietary trades executed in each Russell Index contract listed by the Exchange on the ICE Platform.

In addition, the Board adopted a resolution delegating to the President the authority to expand the Fee Program to include members and member firms of any other exchange the President determines will add volume and liquidity to the trading of the Russell Indexes at the Exchange.

The Exchange certifies that the amendments and the resolution comply with the requirements of the Commodity Exchange Act and the rules and regulations promulgated thereunder.

The amendments and resolution were adopted by the Exchange's Board of Directors by written unanimous consent in accordance with Bylaw Section 4.7 on May 19, 2008. The amendments will go into effect on May 21, 2008. No substantive opposing views were expressed by members or others with respect to the amendments.

If you have any questions or need further information, please contact me at 212-748-4084 or jill.fassler@theice.com.

Sincerely,

Jill S. Fassler
Vice President
Associate General Counsel

cc: Division of Market Oversight
New York Regional Office