


WARNING: Failure to keep this form current and to file accurate supplementary information on a timely basis, or the failure to keep accurate books and records or otherwise to comply with the provisions of law applying to the conduct of the applicant would violate the federal securities laws and may result in disciplinary, administrative, or criminal action.

INTENTIONAL MISSTATEMENTS OR OMISSIONS OF FACTS MAY CONSTITUTE CRIMINAL VIOLATIONS

APPLICATION ISE Gemini, LLL AMENDMENT

1. State the name of the applicant: _____

2. Provide the applicant's primary street address (Do not use a P.O. Box): 60 Broad Street
26th Floor New York, NY 10004

3. Provide the applicant's mailing address (if different): _____

14011224

4. Provide the applicant's business telephone and facsimile number:
212 943-2406 212-509-3955
 (Telephone) (Facsimile)

5. Provide the name, title, and telephone number of a contact employee:
Ronan Cahill Senior Legal and Regulatory Associate 212-897-8152
 (Name) (Title) (Telephone Number)

6. Provide the name and address of counsel for the applicant:
Michael Simon
60 Broad Street
New York, NY 10004

7. Provide the date applicant's fiscal year ends: December 31, 2016

8. Indicate legal status of applicant: Corporation Sole Proprietorship Partnership
 Limited Liability Company Other (specify): _____

If other than a sole proprietor, indicate the date and place where applicant obtained its legal status (e.g. state where incorporated, place where partnership agreement was filed or where applicant entity was formed):

(a) Date (MM/DD/YY): 05/30/2012 (b) State/Country of formation: Delaware
 (c) Statute under which applicant was organized: Delaware LLC Act 6 DelC section 18-101

EXECUTION: The applicant consents that service of any civil action brought by, or notice of any proceeding before, the Securities and Exchange Commission in connection with the applicant's activities may be given by registered or certified mail or confirmed telegram to the applicant's contact employee at the main address, or mailing address if different, given in Items 2 and 3. The undersigned, being first duly sworn, deposes and says that he/she has executed this form on behalf of, and with the authority of, said applicant. The undersigned and applicant represent that the information and statements contained herein, including exhibits, schedules, or other documents attached hereto, and other information filed herewith, all of which are made a part hereof are current, true, and complete.

Date: 6/10/14 ISE Gemini, LLL
 (MM/DD/YY) (Name of applicant)

By: [Signature] Ronan Cahill Legal Associate
 (Signature) (Printed Name and Title)

Subscribed and sworn before me this 10 day of June, 2014 by Eleonor Greer
 (Month) (Year) (Notary Public)

My Commission expires Dec. 4, 2014 County of New York State of New York

This page must always be completed in full with original, manual signature and
 Affix notary stamp or seal where applicable.

Notarization
Eleonor Greer
Notary Public - State of New York
NO. 016282213
Commission in New York County
My Commission Expires Dec 4, 2014



COPY

June 10, 2014

VIA FEDERAL EXPRESS

Chris Grobbel
U.S. Securities and Exchange Commission
Division of Market Regulation
Office of Market Supervision
100 F Street NE
Mail Stop 6628
Washington, DC 20549

Re: ISE Gemini, LLC
SEC Rule 6a-2 and 6a-3 Materials

Dear Mr. Grobbel:

Pursuant to Rule 6a-2(a) of the Securities Exchange Act of 1934, this is an update of the ISE Gemini, LLC's ("ISE Gemini") Form 1.

In addition, pursuant to Rule 6a-3(a), within the last 10 days, ISE Gemini issued or has made available certain material to its members, participants or subscribers. The material can be found at the following locations on ISE Gemini's website:

Options

New Listings:

<http://ise.com/newlistings>

Delistings:

<http://ise.com/delistings>

Expiration Notices:

<http://ise.com/expirationnotices>

Series Additions/Deletions:

<http://ise.com/serieslist>

Market Information Circulars:

<http://ise.com/mics>

Index Options

Recent Index Changes:

<http://ise.com/newlistings>

Index Settlement Values:

<http://www.ise.com/options/products-traded/index-settlement-values>

Legal & Regulatory

Regulatory Information Circulars:

<http://www.ise.com/rics>

Rules:

<http://www.ise.com/rules>

Marketing Material

Press Releases:

<http://www.ise.com/press-room/press-releases/>

Publications:

<http://www.ise.com/publications>

If you have any questions on these materials, please do not hesitate to contact me at (212) 897-8152.

Sincerely,

A handwritten signature in black ink, appearing to read "Ron Cahill". The signature is written in a cursive style with a large initial "R" and "C".

Ronan Cahill
Senior Legal & Regulatory Associate

From: (212) 897-8152
Ronan Cahill

Origin ID: SXYA

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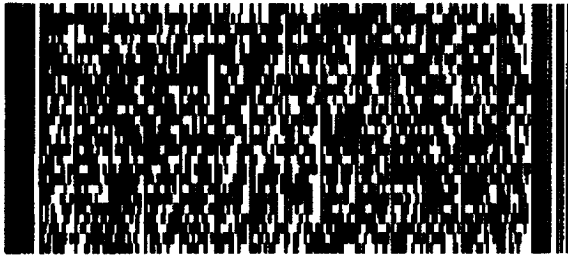
Chris Grobbel

**US Securities & Exchange Commission
Office of Market Supervision
100 F Street NE, Mail Stop 6628
Washington, DC 20549**

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Invoice #
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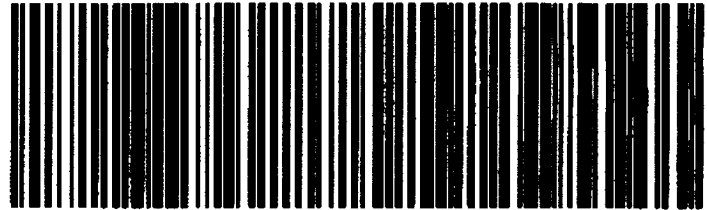
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Warning: Use only the printed original label for shipping. Using a photocopy of this label for shipping purposes is fraudulent and could result in additional billing charges, along with the cancellation of your FedEx account number.

Use of this system constitutes your agreement to the service conditions in the current FedEx Service Guide, available on fedex.com. FedEx will not be responsible for any claim in excess of \$100 per package, whether the result of loss, damage, delay, non-delivery, misdelivery, or misinformation, unless you declare a higher value, pay an additional charge, document your actual loss and file a timely claim. Limitations found in the current FedEx Service Guide apply. Your right to recover from FedEx for any loss, including intrinsic value of the package, loss of sales, income interest, profit, attorney's fees, costs, and other forms of damage whether direct, incidental, consequential, or special is limited to the greater of \$100 or the authorized declared value. Recovery cannot exceed actual documented loss. Maximum for items of extraordinary value is \$1,000, e.g. jewelry, precious metals, negotiable instruments and other items listed in our Service Guide. Written claims must be filed within strict time limits; see current FedEx Service Guide.

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Ronan Cahill
60 Broad Street
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Chris Grobbel
US Securities & Exchange Commission
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100 F Street NE, Mail Stop 6628
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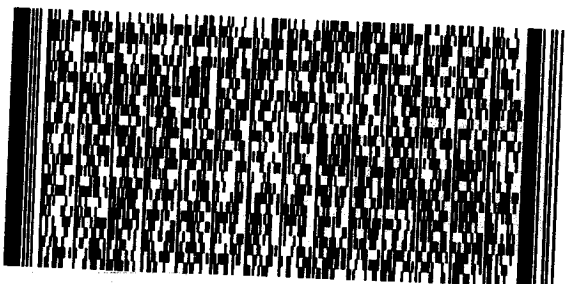
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