

Proposed Rule Change by American Stock Exchange
Pursuant to Rule 19b-4 under the Securities Exchange Act of 1934

Initial <input checked="" type="checkbox"/>	Amendment <input type="checkbox"/>	Withdrawal <input type="checkbox"/>	Section 19(b)(2) <input type="checkbox"/>	Section 19(b)(3)(A) <input checked="" type="checkbox"/>	Section 19(b)(3)(B) <input type="checkbox"/>
Pilot <input type="checkbox"/>			Rule		
Extension of Time Period for Commission Action <input type="checkbox"/>		Date Expires <input type="text"/>	<input type="checkbox"/> 19b-4(f)(1)	<input type="checkbox"/> 19b-4(f)(4)	
			<input checked="" type="checkbox"/> 19b-4(f)(2)	<input type="checkbox"/> 19b-4(f)(5)	
			<input type="checkbox"/> 19b-4(f)(3)	<input type="checkbox"/> 19b-4(f)(6)	

Exhibit 2 Sent As Paper Document <input type="checkbox"/>	Exhibit 3 Sent As Paper Document <input type="checkbox"/>
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Description
Provide a brief description of the proposed rule change (limit 250 characters).

Contact Information
Provide the name, telephone number and e-mail address of the person on the staff of the self-regulatory organization prepared to respond to questions and comments on the proposed rule change.

First Name	<input type="text" value="Jeffrey"/>	Last Name	<input type="text" value="Burns"/>
Title	<input type="text" value="Vice President and Associate General Counsel"/>		
E-mail	<input type="text" value="jeffrey.burns@amex.com"/>		
Telephone	<input type="text" value="(212) 306-1822"/>	Fax	<input type="text" value="(212) 306-5724"/>

Signature
Pursuant to the requirements of the Securities Exchange Act of 1934,

has duly caused this filing to be signed on its behalf by the undersigned thereunto duly authorized officer.

Date	<input type="text" value="08/29/2007"/>
By	<input type="text" value="Jeffrey P. Burns"/>
	(Name)
	<input type="text" value="Vice President and Associate General Counsel"/>
	(Title)

NOTE: Clicking the button at right will digitally sign and lock this form. A digital signature is as legally binding as a physical signature, and once signed, this form cannot be changed.

Jeffrey P Burns, jeffrey.burns@amex.com

SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

For complete Form 19b-4 instructions please refer to the EFFS website.

Form 19b-4 Information

Add Remove View

The self-regulatory organization must provide all required information, presented in a clear and comprehensible manner, to enable the public to provide meaningful comment on the proposal and for the Commission to determine whether the proposal is consistent with the Act and applicable rules and regulations under the Act.

Exhibit 1 - Notice of Proposed Rule Change

Add Remove View

The Notice section of this Form 19b-4 must comply with the guidelines for publication in the Federal Register as well as any requirements for electronic filing as published by the Commission (if applicable). The Office of the Federal Register (OFR) offers guidance on Federal Register publication requirements in the Federal Register Document Drafting Handbook, October 1998 Revision. For example, all references to the federal securities laws must include the corresponding cite to the United States Code in a footnote. All references to SEC rules must include the corresponding cite to the Code of Federal Regulations in a footnote. All references to Securities Exchange Act Releases must include the release number, release date, Federal Register cite, Federal Register date, and corresponding file number (e.g., SR-[SRO]-xx-xx). A material failure to comply with these guidelines will result in the proposed rule change being deemed not properly filed. See also Rule 0-3 under the Act (17 CFR 240.0-3)

Exhibit 2 - Notices, Written Comments, Transcripts, Other Communications

Add Remove View

Exhibit Sent As Paper Document

Copies of notices, written comments, transcripts, other communications. If such documents cannot be filed electronically in accordance with Instruction F, they shall be filed in accordance with Instruction G.

Exhibit 3 - Form, Report, or Questionnaire

Add Remove View

Exhibit Sent As Paper Document

Copies of any form, report, or questionnaire that the self-regulatory organization proposes to use to help implement or operate the proposed rule change, or that is referred to by the proposed rule change.

Exhibit 4 - Marked Copies

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The full text shall be marked, in any convenient manner, to indicate additions to and deletions from the immediately preceding filing. The purpose of Exhibit 4 is to permit the staff to identify immediately the changes made from the text of the rule with which it has been working.

Exhibit 5 - Proposed Rule Text

Add Remove View

The self-regulatory organization may choose to attach as Exhibit 5 proposed changes to rule text in place of providing it in Item I and which may otherwise be more easily readable if provided separately from Form 19b-4. Exhibit 5 shall be considered part of the proposed rule change.

Partial Amendment

Add Remove View

If the self-regulatory organization is amending only part of the text of a lengthy proposed rule change, it may, with the Commission's permission, file only those portions of the text of the proposed rule change in which changes are being made if the filing (i.e. partial amendment) is clearly understandable on its face. Such partial amendment shall be clearly identified and marked to show deletions and additions.

1. Text of the Proposed Rule Change

(a) The American Stock Exchange LLC (“Amex” or “Exchange”) proposes to revise the Amex Floor Fee Schedule (the “Fee Schedule”). The text of the proposed rule change appears in Exhibit 5.

(b) Not applicable.

(c) Not applicable.

2. Procedures of the Self-Regulatory Organization

The proposed rule change was approved by the Exchange's Board of Governors on May 25, 2007. No further action by the Board or by the membership of the Exchange is required to be taken.

3. Self-Regulatory Organization's Statement of the Purpose of, and Statutory Basis for, the Proposed Rule Change

(a) *Purpose*

The purpose of this proposal is to adopt various floor fees for services provided by the Exchange to members and member organizations in connection with the installation and management of member technology and computer networks. These services, among other things, include floor facilities, network connectivity, power and telecommunications. The Exchange submits that these changes will be effective September 1, 2007.

The Fee Schedule sets forth the various floor fees that the Exchange proposes to adopt on either a one-time, annual or monthly basis as appropriate. The proposal seeks to add three (3) new categories to the Fee Schedule to include (i) Colocation Space, (ii) Amex Port Charges and (iii) Power. In addition, the proposal adds various fees in the Fee Schedule under sections entitled “Market Data Fees/Terminals,”

“Equipment” and “Telecommunications.”

The section entitled “Colocation Space” relates to Exchange facilities space that is made available to members and member firms for the purpose of managing their own network and computing hardware at the Amex. The proposed fees provide that members and member firms desiring full cabinet¹ space be assessed a one-time fee of \$2,125.00 with an ongoing annual fee of \$14,400 (\$1,200/ month). Alternatively, for a 1/8 cabinet increment, members will be charged a one-time fee of \$265.00 with an annual fee of \$1,800.00 (\$150 per month).

The section entitled “Amex Port Charges” are proposed charges for network connectivity. These proposed one-time fees range from \$100 to \$780 with ongoing annual fees ranging from \$792 (\$66/month) to \$7,020 (\$585/month). The proposed connectivity charge will depend on the type of network connectivity.

The section entitled “Power” are proposed charges for electrical power that members and member firms may use to supplement the power included in the standard Colocation Space. Proposed charges range from \$1,200 a year (\$100/month) to \$21,912.00 a year (\$1,826/month). Differences in the proposed fees depend on whether the electrical power is primary or redundant and the specific voltage and amp requirements.

The proposal also adds various charges for market data in the current section entitled “Market Data Fees/Terminals.” These proposed fees range from \$113.76 a year (\$9.48/month) to \$3,120 a year (\$260/month). The proposed charges are for fees in connection with various market data services such as Dow Jones and Bloomberg.

¹ “Full cabinet” is defined as one (1) 44 rack unit (RU) powered telecommunications cabinet or rack with 33 RU usable space. Standard power is one (1) 20 amperes (amps) 120 volts primary power circuit and one (1) 20 amps 120 volts redundant power circuit per cabinet or rack with 16 amps available per circuit.

With respect to the proposed fee additions to the section entitled “Equipment,” members and member firms would be assessed for the use of “Podia”² and “MCTV”³ in the amount of \$1,044 per year (\$87/month) and \$479.88 per year (\$39.99/month), respectively. As provided for in the proposed Floor Fee Schedule, these charges would defray the Exchange’s cost of providing this equipment to members. Similarly, the proposed “Internet Service Fee” of \$840.00 per year (\$70/month) in the section entitled “Telecommunications” will defray the cost of providing this service to those members and member firms that choose to access the internet through the Exchange.

Lastly, the current “Floor Wire Privilege Fee” would be eliminated under the proposal because the proposed charges in connection with “Amex Port Charges” apply to network connectivity so that the “Floor Wire Privilege Fee” is not necessary.

(b) *Basis*

The proposed fee change is consistent with Section 6(b)(4) of the Act⁴ regarding the equitable allocation of reasonable dues, fees and other charges among exchange members and other persons using exchange facilities. The Exchange believes that the proposal is an equitable allocation of reasonable fees/charges among floor members because the fees/charges relating to floor facilities, network connectivity, power and telecommunications are assessed only against those floor members who choose to employ the Exchange’s offering of such products/services. In addition, the Exchange submits that the proposed fees/charges are reasonable in connection with the Exchange’s offered products/services, and are largely expected to cover the cost to the

² “Podia” refers to an increment of space used by specialists at a trading post.

³ “MCTV” is cable television.

⁴ 15 U.S.C. 78f(b)(4).

Exchange of providing such products/services. Accordingly, the Exchange seeks, through this proposal, to better manage its costs for supplying member technology and computer networks.

4. Self-Regulatory Organization's Statement on Burden on Competition

The proposed rule change will impose no burden on competition that is not necessary or appropriate in furtherance of the purposes of the Act.

5. Self-Regulatory Organization's Statement on Comments on the Proposed Rule Change Received from Members, Participants or Others

No written comments were solicited or received with respect to the proposed rule change.

6. Extension of Time Period for Commission Action

The Exchange does not consent to an extension of the time period for Commission consideration of the proposed rule change specified in Section 19(b)(2) of the Act.⁵

7. Basis for Summary Effectiveness Pursuant to Section 19(b)(3) or for Accelerated Effectiveness Pursuant to Section 19(b)(2)

- (a) This filing is made pursuant to Paragraph A of Section 19(b)(3) of the Act.
- (b) The filing relates solely to member floor fees and as such takes effect upon filing under Subsection (ii) of Paragraph (A).
- (c) Not applicable.
- (d) Not applicable.

⁵ 15 U.S.C. 78f(b)(2).

8. **Proposed Rule Change Based on Rules of Another Self-Regulatory Organization or of the Commission**

The proposed rule change is not based on the rules of another self-regulatory organization nor of the Commission.

9. **Exhibits**

List of Exhibits Filed:

1. Notice of Proposed Rule Change for publication in the **Federal Register**.
2. Not applicable.
3. Not applicable.
4. Not applicable.
5. Text of Proposed Rule Change.

EXHIBIT 1

SECURITIES AND EXCHANGE COMMISSION

(Release No. 34- ; File No. SR-Amex-2007-80)

Self-Regulatory Organizations; Notice of Filing of Proposed Rule Change by the American Stock Exchange LLC Relating to Member Floor Fees

Pursuant to Section 19(b)(1) of the Securities Exchange Act of 1934 (the “Act”),¹ and Rule 19b-4 thereunder,² notice is hereby given that on , 2007, the American Stock Exchange LLC (“Amex” or “Exchange”) filed with the Securities and Exchange Commission (the “Commission”) the proposed rule change as described in Items I, II, and III below, which Items have been prepared by the self-regulatory organization. The Commission is publishing this notice to solicit comments on the proposed rule change from interested persons.

I. Self-Regulatory Organization’s Statement of the Terms of Substance of the Proposed Rule Change

The Exchange proposes to revise the Amex Floor Fee Schedule (the “Fee Schedule”).

The text of the proposed rule change is available on the Amex’s website at <http://www.amex.com>, the Office of the Secretary, the Amex and at the Commission’s Public Reference Room.

II. Self-Regulatory Organization’s Statement of the Purpose of, and Statutory Basis for, the Proposed Rule Change

In its filing with the Commission, the self-regulatory organization included statements concerning the purpose of and basis for the proposed rule change and discussed any comments it received on the proposed rule change. The text of these

¹ 15 U.S.C. 78s(b)(1).

² 17 CFR 240.19b-4

statements may be examined at the places specified in Item IV below. The self-regulatory organization has prepared summaries, set forth in sections (A), (B), and (C) below, of the most significant aspects of such statements.

A. Self-Regulatory Organization's Statement of the Purpose of, and the Statutory Basis for, the Proposed Rule Change

1. Purpose

The purpose of this proposal is to adopt various floor fees for services provided by the Exchange to members and member organizations in connection with the installation and management of member technology and computer networks. These services, among other things, include floor facilities, network connectivity, power and telecommunications. The Exchange submits that these changes will be effective September 1, 2007.

The Fee Schedule sets forth the various floor fees that the Exchange proposes to adopt on either a one-time, annual or monthly basis as appropriate. The proposal seeks to add three (3) new categories to the Fee Schedule to include (i) Colocation Space, (ii) Amex Port Charges and (iii) Power. In addition, the proposal adds various fees in the Fee Schedule under sections entitled "Market Data Fees/Terminals," "Equipment" and "Telecommunications."

The section entitled "Colocation Space" relates to Exchange facilities space that is made available to members and member firms for the purpose of managing their own network and computing hardware at the Amex. The proposed fees provide that members and member firms desiring full cabinet³ space be assessed a one-time fee of

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\$2,125.00 with an ongoing annual fee of \$14,400 (\$1,200/ month). Alternatively, for a 1/8 cabinet increment, members will be charged a one-time fee of \$265.00 with an annual fee of \$1,800.00 (\$150 per month).

The section entitled “Amex Port Charges” are proposed charges for network connectivity. These proposed one-time fees range from \$100 to \$780 with ongoing annual fees ranging from \$792 (\$66/month) to \$7,020 (\$585/month). The proposed connectivity charge will depend on the type of network connectivity.

The section entitled “Power” are proposed charges for electrical power that members and member firms may use to supplement the power included in the standard Colocation Space. Proposed charges range from \$1,200 a year (\$100/month) to \$21,912.00 a year (\$1,826/month). Differences in the proposed fees depend on whether the electrical power is primary or redundant and the specific voltage and amp requirements.

The proposal also adds various charges for market data in the current section entitled “Market Data Fees/Terminals.” These proposed fees range from \$113.76 a year (\$9.48/month) to \$3,120 a year (\$260/month). The proposed charges are for fees in connection with various market data services such as Dow Jones and Bloomberg.

With respect to the proposed fee additions to the section entitled “Equipment,” members and member firms would be assessed for the use of “Podia”⁴ and “MCTV”⁵ in the amount of \$1,044 per year (\$87/month) and \$479.88 per year (\$39.99/month), respectively. As provided for in the proposed Floor Fee Schedule, these charges would defray the Exchange’s cost of providing this equipment to members.

⁴ “Podia” refers to an increment of space used by specialists at a trading post.

⁵ “MCTV” is cable television.

Similarly, the proposed “Internet Service Fee” of \$840.00 per year (\$70/month) in the section entitled “Telecommunications” will defray the cost of providing this service to those members and member firms that choose to access the internet through the Exchange.

Lastly, the current “Floor Wire Privilege Fee” would be eliminated under the proposal because the proposed charges in connection with “Amex Port Charges” apply to network connectivity so that the “Floor Wire Privilege Fee” is not necessary.

2. Statutory Basis

The proposed fee change is consistent with Section 6(b)(4) of the Act⁶ regarding the equitable allocation of reasonable dues, fees and other charges among exchange members and other persons using exchange facilities. The Exchange believes that the proposal is an equitable allocation of reasonable fees/charges among floor members because the fees/charges relating to floor facilities, network connectivity, power and telecommunications are assessed only against those floor members who choose to employ the Exchange’s offering of such products/services. In addition, the Exchange submits that the proposed fees/charges are reasonable in connection with the Exchange’s offered products/services, and are largely expected to cover the cost to the Exchange of providing such products/services. Accordingly, the Exchange seeks, through this proposal, to better manage its costs for supplying member technology and computer networks.

⁶ 15 U.S.C. 78f(b)(4).

B. Self-Regulatory Organization's Statement on Burden on Competition

The proposed rule change will impose no burden on competition that is not necessary or appropriate in furtherance of the purposes of the Act.

C. Self-Regulatory Organization's Statement on Comments on the Proposed Rule Change Received from Members, Participants or Others

No written comments were solicited or received by the Exchange on this proposal.

III. Date of Effectiveness of the Proposed Rule Change and Timing for Commission Action

The foregoing rule change has become effective pursuant to Section 19(b)(3)(A)(ii) of the Act⁷ and Rule 19b-4(f)(2)⁸ thereunder. At any time within 60 days of the filing of such proposed rule change, the Commission may summarily abrogate such rule change if it appears to the Commission that such action is necessary or appropriate in the public interest, for the protection of investors, or otherwise in the furtherance of the purposes of the Securities Exchange Act of 1934.

IV. Solicitation of Comments

Interested persons are invited to submit written data, views, and arguments concerning the foregoing, including whether the proposed rule change is consistent with the Act. Comments may be submitted by any of the following methods:

Electronic Comments:

Use the Commission's Internet comment form <http://www.sec.gov/rules/sro.shtml>); or send an e-mail to rulecomments@sec.gov. Please include File Number SR– Amex– 2007–80 on the subject line.

⁷ 15 U.S.C. 78s (b)(3)(A)(ii).

⁸ 17 CFR 240.19b-4(f)(2)

Paper Comments:

Send paper comments in triplicate to Nancy M. Morris, Secretary, Securities and Exchange Commission, 100 F Street, NE, Washington, DC 20549–1090. All submissions should refer to File Number SR–Amex–2007–80. This file number should be included on the subject line if e-mail is used. To help the Commission process and review your comments more efficiently, please use only one method. The Commission will post all comments on the Commission’s Internet Web site (<http://www.sec.gov/rules/sro.shtml>). Copies of the submission, all subsequent amendments, all written statements with respect to the proposed rule change that are filed with the Commission, and all written communications relating to the proposed rule change between the Commission and any person, other than those that may be withheld from the public in accordance with the provisions of 5 U.S.C. 552, will be available for inspection and copying in the Commission’s Public Reference Section, 100 F Street, NE, Washington, DC 20549. Copies of such filing also will be available for inspection and copying at the principal office of the Amex. All comments received will be posted without change; the Commission does not edit personal identifying information from submissions. You should submit only information that you wish to make available publicly. All submissions should refer to File Number SR–Amex– 2007-80 and should be submitted on or before [insert date 21 days from date of publication].

For the Commission by the Division of Market Regulation, pursuant to delegated authority.⁹

Nancy M. Morris
Secretary

Dated:

⁹ 17 CFR 200.30-3(a)(12).

SR Amex 2007-80
EXHIBIT 5

AMERICAN STOCK EXCHANGE LLC
Text of Floor Fee Schedule

It is proposed that the following provisions of the American Stock Exchange LLC floor fee schedule be amended as set forth below. [Bracketing] indicates text to be deleted and underlining indicates text to be added.

Floor Fees

Type	Annual Fee	
Floor Fees: (payable monthly)		
Floor Clerk	\$900.00	(\$75/month)
Floor Facility - Regular & Options Principal	\$2,400.00	(\$200/month)
Floor Facility - Limited Trading Permit	\$2,400.00	(\$200/month)
[Floor Wire Privilege	\$800.00	(\$66.67/month)]
Post Fee per Podium ⁽¹⁾	\$1,000.00	
Specialist Registration Fee	\$800.00	(\$66.67/month)
Technology	\$6,000.00	(\$500/month)
 <u>Colocation Space:</u>		
<u>Full Cabinet</u>	<u>\$2,125.00</u>	<u>one-time</u>
	<u>\$14,400</u>	<u>(\$1,200/month)</u>
<u>1/8 Cabinet Increment (4RU or 2A @ 120V)</u>	<u>\$265.00</u>	<u>one-time</u>
	<u>\$1,800.00</u>	<u>(\$150/month)</u>
 Market Data Feeds/Terminals:		
Cable TV	\$360.00	
Dow Jones Interactive/News Retrieval	\$1,056.00	(\$88/month)
Instinet	\$4,500.00	
Nasdaq on Instinet	\$600.00	
Reuters News Display	\$600.00	
<u>Bloomberg Terminal Connectivity</u>	<u>\$1,800.00</u>	<u>(\$150/month)</u>
<u>Dow Jones/Bridge Data</u>	<u>\$1,080.00</u>	<u>(\$90/month)</u>
<u>Dow Jones News Retrieval/Reuters Plus</u>	<u>\$1,080.00</u>	<u>(\$90/month)</u>
<u>Dow Jones Professional Investor Report</u>	<u>\$240.00</u>	<u>(\$20/month)</u>

Type	Annual Fee
<u>via Track Data</u>	
<u>Dow Jones Retrieval/ILX</u>	<u>\$1,080.00 (\$90/month)</u>
<u>Dow Jones World Equities Report via ILX</u>	<u>\$3,120.00 (\$260/month)</u>
<u>Dow Jones World Equities Report via Track Data</u>	<u>\$3,120.00 (\$260/month)</u>
<u>Dow Jones Location Fee</u>	<u>\$113.76 (\$9.48/month)</u>
<u>Dow Jones Retrieval/Bloomberg</u>	<u>\$1,080.00 (\$90/month)</u>
<u>Dow Jones Retrieval/Sector Data</u>	<u>\$1,080.00 (\$90/month)</u>
<u>Dow Jones/Bloomberg Delivery Fee</u>	<u>\$120.00 (\$10/month)</u>

Equipment:

23" Floor Monitor	\$1,500.00
Flat Panel Screen	\$900.00 (\$125/month)
Monitor Fees	\$180.00
Ricoh Copiers	\$1,196.00
<u>Podia</u>	<u>\$1,044.00 (\$87/month)</u>
<u>MCTV</u>	<u>\$479.88 (\$39.99/month)</u>
Booth Automated Routing System (BARS)	\$3,600.00
(Up to Ten Hand-Held Devices; and One Each; Keyboard, CPU Monitor, Printer; (User Responsible for Any Damage, Loss, or Repairs)	

Telecommunications:

Amex Dial Service	\$540.00
Wireless Handsets	\$2,100.00
KMW - 10 Phone	\$540.00
Paging System	\$360.00
Trader Phones	\$1,290.00
Under Balcony Intercom	\$180.00
Under Balcony Keypad	\$420.00
<u>Internet Service Fee</u>	<u>\$840.00 (\$70/month)</u>

Amex Port Charges:

<u>Cat 3 POTS Line</u>	<u>\$100.00 one-time</u>
	<u>\$792.00 (\$66/month)</u>
<u>DS1</u>	<u>\$750.00 one-time</u>
	<u>\$1,800.00 (\$150/month)</u>
<u>10/100 Ethernet (Cat 5)</u>	<u>\$750.00 one-time</u>
	<u>\$1,800.00 (\$150/month)</u>

Type	Annual Fee
<u>Coax</u>	<u>\$750.00 one-time</u>
	<u>\$1,800.00 (\$150/month)</u>
<u>Single Mode Fiber</u>	<u>\$780.00 one-time</u>
	<u>\$7,020.00 (\$585/month)</u>
<u>Multi Mode Fiber</u>	<u>\$780.00 one-time</u>
	<u>\$7,020.00 (\$585/month)</u>
Power:	
<u>L5 20 -Primary 20AMP 120V</u>	<u>\$4,200.00 (\$350/month)</u>
<u>L5 20 -Redundant 20AMP 120V</u>	<u>\$1,200.00 (\$100/month)</u>
<u>L5 30 -Primary 30AMP 120V</u>	<u>\$7,620.00 (\$635/month)</u>
<u>L5 30 -Redundant 30AMP 120V</u>	<u>\$3,600.00 (\$300/month)</u>
<u>L6 30 -Primary 30AMP 208V</u>	<u>\$13,140.00 (\$1,095/month)</u>
<u>L6 30 -Redundant 30AMP 208V</u>	<u>\$4,260.00 (\$355/month)</u>
<u>L5 50 -Primary 50AMP 208V</u>	<u>\$21,912.00 (\$1,826/month)</u>
<u>L5 50 -Redundant 50AMP 208V</u>	<u>\$13,260.00 (\$1,105/month)</u>
Other:	
ASE Guide Renewal	\$75.00
ASE Guide – NEW	\$90.00
Technology Assessment Fee – Continued	\$144,000 (\$12,000/month)
Use of Options Legacy Trading Systems	

Note:

- (1) Replaces the \$500 annual post privilege fee per specialist.