

proposed rule changes, as modified by Amendments No. 1, on an accelerated basis.

## VI. Conclusion

IT IS THEREFORE ORDERED, pursuant to Section 19(b)(2) of the Act,<sup>29</sup> that the proposed rule changes (SR-BX-2016-037; SR-NASDAQ-2016-067; SR-Phlx-2016-58), as modified by Amendments No. 1, be, and hereby are, approved on an accelerated basis.

For the Commission, by the Division of Trading and Markets, pursuant to delegated authority.<sup>30</sup>

**Robert W. Errett,**  
Deputy Secretary.

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## SECURITIES AND EXCHANGE COMMISSION

[File No. 500-1]

### In the Matter of MarilynJean Interactive Inc.; Order of Suspension of Trading

August 26, 2016

It appears to the Securities and Exchange Commission that there is a lack of current and accurate information concerning the securities of MarilynJean Interactive Inc. (CIK 0001504464) because of concerns about recent, unusual and unexplained market activity in the company's common stock. MarilynJean Interactive Inc. is a Nevada corporation with its principal place of business located in Henderson, Nevada. Its stock is quoted on OTC Link (previously "Pink Sheets"), operated by OTC Markets Group Inc., under the ticker: MJMI.

The Commission is of the opinion that the public interest and the protection of investors require a suspension of trading in the securities of the above-listed company.

Therefore, *It Is Ordered*, pursuant to Section 12(k) of the Securities Exchange Act of 1934, that trading in the securities of the above-listed company is suspended for the period from 9:30 a.m. EDT on August 26, 2016, through 11:59 p.m. EDT on September 9, 2016.

By the Commission.

**Lynn M. Powalski,**  
Deputy Secretary.

[FR Doc. 2016-20924 Filed 8-26-16; 4:15 pm]

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## SECURITIES AND EXCHANGE COMMISSION

[Release No. 34-78662; File No. SR-NYSEArca-2016-119]

### Self-Regulatory Organizations; NYSE Arca, Inc.; Notice of Filing of Proposed Rule Change Amending and Restating the Second Amended and Restated Certificate of Incorporation of the Exchange's Ultimate Parent Company, Intercontinental Exchange, Inc.

August 24, 2016.

Pursuant to section 19(b)(1) <sup>1</sup> of the Securities Exchange Act of 1934 (the "Act") <sup>2</sup> and Rule 19b-4 thereunder,<sup>3</sup> notice is hereby given that, on August 17, 2016, NYSE Arca, Inc. (the "Exchange" or "NYSE Arca") filed with the Securities and Exchange Commission (the "Commission") the proposed rule change as described in Items I and II 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 amend and restate the Second Amended and Restated Certificate of Incorporation (the "ICE Certificate") of the Exchange's ultimate parent company, Intercontinental Exchange, Inc. ("ICE"), to increase ICE's authorized share capital, and to make other, non-substantive changes. The proposed rule change is available on the Exchange's Web site at [www.nyse.com](http://www.nyse.com), at the principal office of the Exchange, 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 those statements may be examined at the places specified in Item IV below. The Exchange has prepared summaries, set forth in sections A, B, and C below, of the most significant parts 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 proposed amendments would revise the ICE Certificate <sup>4</sup> to increase the total number of authorized shares of ICE common stock, par value \$0.01 per share ("Common Stock"), and make other, non-substantive changes. More specifically, the Exchange proposes to make the following amendments to the ICE Certificate:

- In Article IV, section A, the total number of shares of stock that ICE is authorized to issue would be changed from 600,000,000 to 1,600,000,000 shares, and the portion of that total constituting Common Stock would be changed from 500,000,000 to 1,500,000,000 shares.
- In Article V, section A.5, the reference to "this Section A of ARTICLE VI" would be corrected to refer to "this Section A of ARTICLE V".
- References to the "Second Amended and Restated Certificate of Incorporation" would be changed throughout to refer to the "Third Amended and Restated Certificate of Incorporation", and related technical and conforming changes would be made to the recitals and signature page of the ICE Certificate.

The proposed amendments to the ICE Certificate were approved by the board of directors of ICE ("ICE Board") on August 1, 2016. The Exchange proposes that the above amendments to the ICE Certificate would be effective when filed with the Department of State of Delaware, which would not occur until approval of the amendments by the stockholders of ICE is obtained at a Special Meeting of Stockholders on October 12, 2016.

The trading price of ICE's Common Stock has risen significantly since ICE's initial public offering in 2005,<sup>5</sup> and the ICE Board believes that such price

<sup>4</sup> ICE owns 100% of the equity interest in Intercontinental Exchange Holdings, Inc., which in turn owns 100% of the equity interest in NYSE Holdings LLC. NYSE Holdings LLC owns 100% of the equity interest of NYSE Group, Inc., which in turn directly owns 100% of the equity interest of the Exchange and its affiliates New York Stock Exchange LLC and NYSE MKT LLC. ICE is a publicly traded company listed on the Exchange's affiliate New York Stock Exchange LLC. The Exchange's affiliates, New York Stock Exchange LLC and NYSE MKT LLC, have each submitted substantially the same proposed rule change to propose the changes described herein. See SR-NYSE-2016-57 and SR-NYSEMKT-2016-80.

<sup>5</sup> The closing price of ICE's Common Stock on July 29, 2016, the trading date prior to the ICE Board vote to approve the proposal, was \$264.20. The price of ICE's Common Stock at its initial public offering on November 16, 2005, was \$26.00.

<sup>29</sup> 15 U.S.C. 78s(b)(2).

<sup>30</sup> 17 CFR 200.30-3(a)(12).

<sup>1</sup> 15 U.S.C. 78s(b)(1).

<sup>2</sup> 15 U.S.C. 78a.

<sup>3</sup> 17 CFR 240.19b-4.