

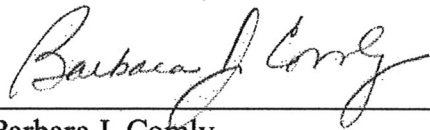
**AMENDED AND RESTATED
CERTIFICATE OF FORMATION
OF
MIAX EMERALD, LLC**

This filing has been executed and filed in accordance with Section 18-208 of the Limited Liability Company Act. This document is being executed for the purpose of amending and restating the original Certificate of Formation, filed on January 30, 2018, under file number: 6528291.

1. The name of the limited liability company is **MIAX Emerald, LLC** (the "Company").
2. The address of the registered office of the Company in the State of Delaware is 1209 Orange Street in the City of Wilmington, County of New Castle, ZIP Code 19801, and the name of the registered agent at such address for service of process is The Corporation Trust Company.
3. This Certificate shall be effective upon filing.
4. The duration of this limited liability company will be perpetual.

IN WITNESS WHEREOF, the undersigned, an authorized person, has signed this certificate this 12th day of November, 2020.

MIAX EMERALD, LLC

By: 

Barbara J. Comly
EVP, General Counsel & Corporate Secretary