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Robert J. Peacock

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February 15, 2006

Christopher Cox, Chairman
Cynthia A. Glassman, Commissioner
Paul S. Atkins, Commissioner
Roel C. Campos, Commissioner
Annette L. Nazareth, Commissioner
United States Securities and Exchange Commission
100 F Street N.E.
Washington, D.C. 20549-9303
Via Email

**RE: Admin. Proc. File Nos. 3-11445, 3-11446, 3-11447, 3-11448, 3-11449, 3-11558, 3-11559 ("NYSE Fraud")
FUND ADMINISTRATOR'S PROPOSED FAIR FUND DISTRIBUTION PLAN**

Dear Ladies and Gentlemen:

I am aware that the SEC has specific rules governing the distribution of Fair Funds, and that this correspondence may be outside the scope of those rules. However, extraordinary circumstances compel me to beg you to urgently consider and act upon two requests.

1. First and foremost, consider, approve, and distribute without delay my \$4,000,000 claim for damages to be paid from the estimated \$50-70 million left after the contemplated payments have been made.
2. Order the Fund Administrator to withhold any distributions of any kind (i.e. disgorgement amounts, prejudgment interest, and/or portions of the penalty amounts) to Empire Programs of Saddle River, New Jersey, R. Allen Martin, President (according to Empire, the Fund Administrator has approximately 80,000 transactions for Empire's account so far).

Robert J. Peacock's \$4,000,000 Damage Claim:

I have attached a copy of my comments on the Proposed Distribution Plan (submitted to the Office of the Secretary on January 25, 2006). The scope of my damages is laid out in detail in these comments. What is important for the Chairman and the Commissioners to understand is that as an independent trader, my track record of performance is my most important asset. A great track record of performance is the key to opening the door to magnificent financial opportunities. A poor track record of performance virtually slams the door shut to such opportunities. *The fraud committed by the NYSE specialists diminished my personal track record of performance.*

Regarding my \$4,000,000 damage claim, I can provide the Commission with any and all additional supporting documentation that it may require.

If the SEC rejects my \$4,000,000 claim, I will have no choice but to initiate costly litigation against the NYSE and its member firms to recover my damages. Such litigation would not only be an expensive endeavor, but will likely take years to resolve. Furthermore, my limited legal resources are no match for those of Edward Kwalwasser, the NYSE, Goldman Sachs/SLK, and other NYSE member firms. I should not have to initiate such legal actions. The Fair Fund was established to compensate the injured, and I was injured, and can prove beyond a shadow of a doubt that I was.

Withholding distributions of disgorgement amounts, prejudgment interest, and/or any portion of the penalty amounts from Empire Programs:

In his May 12, 2004 *sworn* Declaration in connection with Empire's Lead Plaintiff Motion filed in US District Court, Robert Martin (Empire's President) stated, "Empire and Empire alone owns its claims herein..." (the "claims herein" being any disbursements of reimbursement of losses, prejudgment interest, and/or penalties). As a result of Mr. Martin's claims, Sea Carriers filed a lawsuit against Empire Programs in US District Court, Southern District of NY (Index No. 04-CV-7395). Among other things, Sea Carriers has petitioned Judge Sweet to block any payments to Empire Programs by the Fund Administrator.

Empire Programs has been named by Federal Judge Robert Sweet as co-lead plaintiff in the class action lawsuit against the NYSE and its member firms. Having named Empire Programs as co-lead plaintiff in the class action lawsuit, Judge Sweet determined that Empire Programs has the largest financial interest in the matter of the NYSE Fraud. As such, it is reasonable to assume that Empire is likely to be paid the largest sum of money compared to any of the other "injured customers" identified by the Fund Administrator. *Because of the magnitude of this account and the likelihood that Empire's reimbursement will be the largest distribution of the Fair Fund, this matter warrants special consideration by the SEC and Fund Administrator.*

The SEC needs to instruct the Fund Administrator to withhold all distributions to Empire Programs until the affected parties (Sea Carriers and its independent traders) agree upon a distribution methodology that insures proper allocation of damages among the injured victims. The Fund Administrator should not distribute one cent of any disgorgement amount, prejudgment interest, or penalty amounts to Empire Programs that is rightfully owed to Sea Carriers or any of its independent traders.

Thank you for your immediate attention in these two critical matters. Please do not hesitate to contact me directly if you require any additional documentation or if you have any questions.

Sincerely yours,

Robert J. Peacock