



**JIM PETRO**  
**ATTORNEY GENERAL**  
 STATE OF OHIO

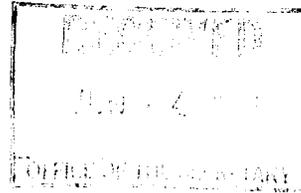
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May 13, 2004

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Chairman William Donaldson  
 Securities and Exchange Commission  
 450 Fifth Street, NW  
 Washington, DC 20549



Re: File #S7-10-04

Dear Chairman Donaldson:

In my role as Ohio Attorney General, I serve as a member of the board of trustees of the Public Employees Retirement System, State Teachers Retirement System, School Employees Retirement System, Police and Fire Pension Fund, Public Employee Deferred Compensation Plan and the Tobacco Use Prevention and Control Foundation, as well as protector of the citizens of Ohio. Each of these parties has an interest in seeing their investment transactions occur in an environment that protects their unique interests and allows them to meet their investment goals. As such, my interest in the SEC's recent consideration of changes to the "trade-through" rule is two-fold.

First, I strongly believe in the need for rules to protect the interests of individual investors. For most of these people the goal in buying or selling a security is to receive the best price they can. Regulations protecting such individuals should remain a part of any changes made to the rule.

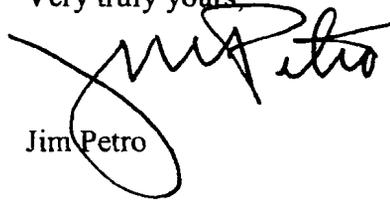
Second, although best price is important to institutional investors, it is not always the only goal they may seek to achieve through any given trade. At times guaranteed execution, speed, sale of an entire quantity, or other considerations may be the primary goal. I firmly believe changes to the rule must provide an option that would allow investors to trade using their discretion with respect to the goal to be achieved. Rigid rules that limit investors' trading options can hinder performance. I believe adopting an "opt-out" provision similar that that has been proposed would provide such option, and I support such a change to the "trade-through" rule.

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I trust that you will give careful study and adequate attention to these issues, and will ensure that any changes made will provide investors the authority to meet their unique investment goals, yet will still protect individual investor's interest in receiving the best price for their purchase or sale.

Thank you for your consideration of this very important issue.

Very truly yours,

A handwritten signature in black ink, appearing to read "Jim Petro". The signature is written in a cursive style with a large, sweeping initial "J" and "P".

Jim Petro

cc: Congressman Bob Ney  
Congressman Michael G. Oxley