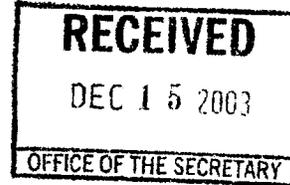


57-19-03

Scott Kravitz



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8 December 2003

Jonathan G. Katz, Secretary  
U.S. Securities and Exchange Commission  
450 Fifth Street, NW  
Washington, DC 20549-0609

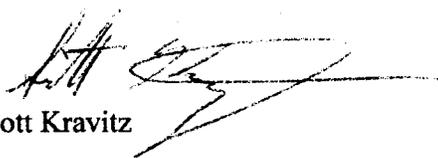
Dear Mr. Katz:

As an investor in mutual funds and stocks, I am very concerned about the conflicts of interest and lack of oversight by the boards of companies in which my money is invested. Yet the current voting system for company proxy ballots allows me precious little say in how these boards are appointed.

The perception amongst most investors, including myself, is that these company boards are staffed by friends of the CEO, and act merely a rubber stamp for the wishes of management. That only worries me, yet the SEC proposed rules do nothing to allay my fears. These so called "triggering events" only restrict my actions as an owner of the company. Additionally, company proxy ballots should give shareholders the ability to elect reasonable candidates to the board, not merely strike down those few choices that are presented.

I hope that you will seriously consider these changes and create changes in the SEC rules which will favor investors and restore our faith in a system which has gone so wrong.

Sincerely,

  
Scott Kravitz