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June 20, 2016

Mr. Brent J. Fields, Secretary
U.S. Securities and Exchange Commission
100 F Street, NE
Washington, DC 20549-1090

Dear Mr. Fields:

I am writing to you in strong support of the OTC Market's June 6, 2016 Petition for Rulemaking to Amend Regulation A to enable SEC Reporting Companies to be Eligible Issuers and Permit At the Market Offerings (the "Petition").

We have worked actively and broadly within both the public markets and the crowdfunding industry since the JOBS Act was signed into law on April 5th, 2012. We have a 25 year history of participation in both the private and public capital markets, representing both smaller reporting issuers and the FINRA licensed broker-dealers that provide capital markets advisory services to that same community. Within the public company universe, we represent numerous smaller reporting issuers that would benefit from these proposed amendments and enable them to more readily raise capital. Additionally, as one of the most active law firms representing the brokerage community that undertakes financing activities for the smaller reporting issuers, we believe that more financings generally would be facilitated by adoption the suggested amendments. We believe that implementation of these requested amendments would be beneficial to smaller reporting issuers without compromising any investor protections since, as the Petition highlights, these issuers are already required to provide compliant and substantive disclosures.

After carefully reviewing the Petition, we agree with the arguments that the OTC Markets made in support for your considering such amendments to the existing Regulation A rules.

Thank you in advance for your consideration.

Very truly yours,



Douglas S. Ellenoff