Key Equity Investors, Inc.
Po Box 604579
Bayside NY, 11360
June 12, 2009

Ms. Elizabeth M. Murphy
Secretary
U.S. Securities and Exchange Commission
100 F Street, N.E.; Room 10900
Washington, DC 20549

Re: Rule-Making Petition File Number S7-10-09

Dear Ms. Murphy:

We are writing to express our strong support for the proposed changes to the director nomination process as described in "**Facilitating Shareholder Director Nominations**'" (File Number S7-10-09).

We have been investors in small capitalization companies (below $75 million) for over twenty years. During this period we have unfortunately been faced with numerous occasions when managements and boards of public companies have been completely unsympathetic to the rights and wishes of outside shareholders. Many boards, confident that there was little outside shareholders could do to remove them, have run companies for the benefit of management and insiders. Voting against theses insensitive board members has accomplished little. Unfortunately, under the current proxy rules withholding our vote for a director simply causes our vote to be ignored. Directors are elected even if they receive a minority of shareholder votes. How can this possibly be fair in our democratic society? Shouldn't the owners of a company decide who should represent them on the board? Something definitely needs to change.

We desperately need the help of the Commission to allow significant shareholders to have the ability to nominate their own directors to the board of their companies, without the prohibitive burden of undertaking a proxy contest. The proposed rule changes are critically necessary to restore some balance toward the rights of outside shareholders. Continuation of the current rules perpetuates the practice of managements instituting crony boards that simply "rubber stamp" their proposals and allow companies to be run for the benefit of management and not shareholders. We urge the Commission to adopt the proposed changes and allow us to have a voice in the management of our investments.

Sincerely,

Anthony Chiarenza