



MIDDENDORF BROS. AUCTIONEERS and REAL ESTATE

Richard • David

211 South West • Jacksonville, Illinois 62650 • 217-243-5486

E-mail: info@middendorfs.com • www.middendorfs.com

Richard Middendorf

Middendorf Bros Auctioneers and Real Estate

211 S West St

Jacksonville, IL 62650-2431

Elizabeth Murphy
Securities and Exchange Council
100 F Street, NE
Washington, DC 20549-1090

Dear Ms. Murphy:

The proposed shareholder proxy rule change should not go through in its current form. As it is structured, it will only serve to disrupt the natural workings of business, allowing those with no real knowledge of the processes needed for success to be in positions to affect the business. The results will prove devastating to both large and small businesses.

For the last seventy-five years, my family has successfully operated an auctioneering and real estate firm without being directed by parties that should ultimately have no say in the business. My father and uncle started this business in 1938, and it will be passed on to my children. No company should be in the position to have its direction shaped by those who have limited professional knowledge.

With my business as small as it is, I understand that this rule will not directly be applicable to us. It does not stop me from being sympathetic with the owners and executives who spent their lifetimes building their company just to open the doors and essentially let the public take a chance at running it. Furthermore, I know our business has dropped off recently. With the current state of the economy, it is certainly not the best time to throw a new obstacle at American businesses.

Thanks,

Richard Middendorf