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Office phone: 425-467-6990
Subject: **Proposed 12b-1 rule changes**

Dear SEC,

I know there is a 90-day comment period regarding changes to the 12b-1 rules, and I felt compelled to write this letter expressing my concerns. I am a Certified Financial Planner® at Edward Jones with 10 years experience and around 80 million in assets under management. I have a Master's degree from the University of Idaho, and take my career very seriously. I feel that I always have my clients' best interest at heart, and do my best to make sure that my clients are well taken care of.

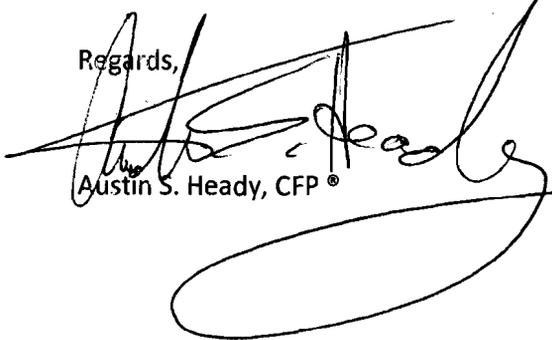
A reasonable percentage of my business is advisory based. However, I often come across clients that either do not have the necessary assets to qualify for this type of account, or this type of account is not appropriate. For those accounts that are not advisory based, I often use mutual funds to either compliment their other holdings, or simply use mutual funds to allow them to have a reasonable amount of diversification for a smaller sized account. It is for these two groups of clients that I fear this rule change will effect negatively.

Many of my smaller clients balk at the large upfront loads of many of the excellent mutual fund managers I use. These clients would probably not be getting professional advice if it weren't for the availability of class C shares. For clients that have reasonable individual stock and bond holdings, many of them don't feel the 5.75% upfront loads of some of my favorite managers are worth the added diversification in small caps, mid-caps, international, and other areas that funds are needed because of economy of scale issues. This proposed rule change could drastically effect the diversification of these types of clients. I feel that this proposed rule change will force my hand in many cases to only recommend one type of share class, limiting my abilities to manage money effectively.

Finally, even though I feel that my intentions are noble when managing a client's money, at the end of the day it is nice to have an economic incentive to actively manage a client's portfolio. With all the check requests, address changes, phone number changes, added paperwork, annual reviews, changing direct deposits, branch deposit of checks, wiring fund, and so forth....I have to be compensated. Without much of an economic incentive, I will have very little choice but to let the aforementioned types of clients wilt on the vine. It simply will not make financial sense to provide money management expertise and the tasks listed above without appropriate compensation.

I know 12b-1's are soon to go the way of the Dodo, but why not just call them something else. Make the internal expenses more transparent, I think that would be great. I have nothing to hide, as I explain all the fees in detail. Just don't tie my hands in a way that hampers the way I can help my clients.

Regards,


Austin S. Heady, CFP®