

March 7, 2007

Securities and Exchange Commission
100 F. Street, N.E.
Washington, D.C. 20549

Re: S7-25-06

To Whom It May Concern:

I am writing to express my opinions in opposition to S7-25-06.

It is good that the SEC is looking to revise the accredited investor rules, but the SEC should be heading in the opposite direction. The SEC should be looking to make private investment vehicles accessible to more individuals, not fewer.

The proposed rule appears to be based on various logical flaws:

- First, the assumption that private investments vehicles are risky has not been established. On the contrary, these investments have exhibited less risk than many other investment vehicles. Many investors who otherwise would have lost a great deal of money in the most recent bear market (2000-2002) found greater safety of their capital by investing in professionally managed private investment vehicles. Certainly more small investors have lost money by investing in options, futures, day trading stocks or simply being caught in a bear market.
- Second, that investors are best protected by being locked out of these investment vehicles. If investor protection is needed, a better approach would be to require some form of oversight by an SEC registered investment advisor, rather than locking out most investors from the entire universe of private investment vehicles
- Third, no correlation has been presented showing that higher net worth individuals (over \$2.5 million) are more capable of evaluating and choosing a private investment vehicle.

As I'm sure you are hearing, establishing a rule that allows only the richest citizens, endowments and institutions in the country to access this very profitable segment is grossly discriminatory.

The proposed rule would violate the liberty of our citizens. I ask that you look for ways to give investors more investment alternatives, and not look for ways to lock investors out of this very profitable and lower risk universe of investment vehicles.

Very truly yours,
Bruce Corwin, Partner
Enterprise Investments LLC
Beverly, Massachusetts