

Subject: SEC File No. 265-23
From: Joseph E. Sutaris
Affiliation: Secretary, Treasurer and CFO, The Wilber Corporation

April 3, 2006

The Wilber Corporation is a single bank holding company traded on the American Stock Exchange under the symbol "GIW." Our market capitalization is approximately \$115 million, and we currently have 11,145,937 shares outstanding and approximately 530 registered shareholders. We became an accelerated filer and subject to the Sarbanes-Oxley Act Section 404 ("SOX 404") in 2005.

I have reviewed the above referenced proposal and whole-heartedly support it. A plethora of formal research and anecdotal evidence suggest that the costs of complying with SOX 404, particularly for smaller public companies, far outweigh its benefits. This has certainly been the case with our company. The most obvious cost has been financial. We estimate that we incurred SOX 404 related expenses of \$350,000 (approximately 4.5% of our 2005 net income) comprised of increased audit fees, external consultant fees, and additional personnel that were required to document and assess more than 1,000 control points in 72 process areas.

Above and beyond the financial burden of SOX 404 compliance is the huge toll that the compliance effort has taken on our employees in the form of stress so severe that it led to the hospitalization of at least one person. In addition, our employees' focus was diverted from customer service to making sure that all internal controls documentation is appropriately signed off. As other sources have noted, in smaller public companies where segregation of duties is not always achievable, more reliance is placed on high level monitoring controls for which documentation often does not exist. Creating paper with an employee's signature on it as evidence of a previously undocumented but effective operating control, does not improve the control, but merely adds another duty to an already overburdened staff.

The intent of SOX 404 is to protect shareholders of public companies by improving the quality of financial reporting through ensuring that effective internal controls are in place to deter and detect fraud. While our company has realized significant improvements to our internal control structure as a result of the SOX 404 compliance process, the beneficial effect on our financial reporting process has not outweighed its cost, in my opinion. Our company tries to employ honest people and the tone at the top for ethical behavior is strong. Our operational and financial statement preparation activities are overseen by an internal audit function, a Board level audit committee, an external Big 4 audit firm, as well as various regulatory agencies including, the Office of the Comptroller of the Currency, the Federal Reserve, the FDIC and the SEC. In addition, we need to comply with the listing standards of the American Stock Exchange. In such an environment, if a financial statement misstatement were to occur it would most likely be due to human error, not to fraudulent reporting.

Ironically, in attempting to restore investor confidence and protect the interests of shareholders, SOX 404 has resulted in undue burdens being placed on smaller public companies, which have in turn depressed profitability, a primary determinant of shareholder value. We strongly recommend that you adopt the recommendation of the SEC's Advisory Committee on Smaller Public Companies to exempt from SOX 404 reporting requirements companies with less than \$128 million in market capitalization, which account for only 1% of total U.S. market capitalization but 53% of all U.S. public companies.

Sincerely,

Joseph E. Sutaris
Chief Financial Officer
The Wilber Corporation