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VIA ELECTRONIC FILING

April 30, 2004

Mr. Jonathan G. Katz, Secretary  
United States Securities and Exchange Commission  
450 Fifth Street, N.W.  
Washington, D.C. 20549

**Release No. 34-49473; File No. PCAOB-2004-01, PCAOB Rulemaking: Public Company Accounting Oversight Board Proposed Amendment to Registration Deadline for Non-U.S. Public Accounting Firms**

Dear Mr. Katz:

The Public Company Accounting Oversight Board ("PCAOB") has proposed an amendment to its registration rules. The amendment would extend until July 19, 2004 the time that foreign accounting firms must register with the PCAOB.

Ernst & Young LLP, a U.S. public accounting firm registered with the PCAOB, supports the rule amendment. More than 50 foreign accounting firms that are affiliated with Ernst & Young LLP are planning to, or already have, registered with the PCAOB. This is a major undertaking and a time-consuming effort. Accordingly, we believe that the PCAOB has acted appropriately in proposing to provide the foreign firms with additional time to register.

Respectfully submitted,

Ernst & Young LLP