

GRACE & WHITE, INC.

INVESTMENT COUNSEL

515 MADISON AVENUE • SUITE 1700

NEW YORK, NY 10022

(212) 935-5990 • FAX (212) 935-0503

E-MAIL: gwhite@grace-white.com

GERALD I. WHITE, CFA
PRESIDENT

June 4, 2004

Mr. Jonathan G. Katz
Secretary
U.S. Securities and Exchange Commission
450 Fifth Street, NW
Washington, DC 20549

RECEIVED
OFFICE OF THE SECRETARY
JUN 10 2004

Re: Rule-Making Petition 4-483

Dear Mr. Katz:

Grace & White, Inc. is an investment advisor that has served high net worth individuals since 1977. During that time period we have frequently invested in the equity securities of small companies. Our investment decision making relies heavily on the analysis of financial information. The Commission's requirement that public companies file periodic financial statements and related data (such as the Management Discussion and Analysis) is especially important for smaller companies that lack the resources (and often the interest) to provide shareholders with adequate information.

We are writing to express our support for the "Request for Rulemaking under Section 12(g)(5) of the Securities Exchange Act of 1934 concerning securities held in 'Street Name'" (Rule-Making Petition 4-483).

We believe that the existing rules are obsolete because of changes in the securities industry. We manage approximately 200 different portfolios. None of our clients holds securities registered in client name – all use banks or brokers as custodians. As a result, the number of "record" holders as defined by the Commission is very small relative to the number of beneficial holders.

This anomaly permits companies to take advantage of the archaic Commission rule to stop providing information to shareholders. For example, on May 19, 2004, Liberty Homes (file # 000-0555) filed Form 15 with the Commission, deregistering as a public company. As a result, the information flow will be greatly reduced, making it more difficult for us to evaluate Liberty's performance.

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The filing states that Liberty Homes has 288 "record" holders (we assume this is a total for the company's Class A and Class B shares). Our holdings (Class A and Class B) are held in 22 individual portfolios, but would be counted as only 3 "record" holders. *Thus, our clients alone increase Liberty's number of holders to more than the 300 threshold to remain registered.*

We rely on the Commission to protect investors. Allowing companies to use an outdated rule to evade their responsibility to report to shareholders is shameful. We urge the Commission to act promptly on the Request for Rulemaking.

We would be pleased to respond to any questions regarding this matter.

Sincerely,

A handwritten signature in cursive script, appearing to read "Dennis Roberts".

GIW/dp