

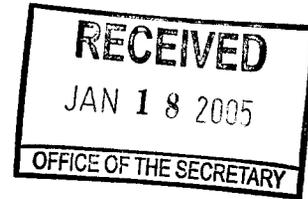
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S7-10-04

Stephen McSherry 1-07-05
15 Sugar Maple Dr.
Red Bank, N.J. 07701

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The Honorable William Donaldson
Chairman
Securities and Exchange Commission
450 5th St,NW
Washington, DC 20549



Dear Chairman Donaldson:

I am writing this letter because of my concerns about the future of the proposed changes in market structure. There seems to be a point that I am very concerned over. This change that Fidelity and your so called professional mutual funds want is the most ludicrous I have ever heard. The point being that speed is more important than price. So your telling me that mutual funds who run the public's money would rather speed up a trade than get the best price for their customer. Let me tell you that if that is passed I will no longer have faith in the financial system regulators in the United States. Also this thing about the CLOB. Your telling me that you want a system that the market is a central limit order book. This will no longer create price discovery which is vital in today's markets. This also gives customers less choice which makes the market ANTI-COMPETITIVE. A market like this fosters a bad execution experience. The last thing we need is fragmentation in the market place. I understand there is a need for change, but I think you have to take a hard look at the major impact that the CLOB and trade thru rule will have. I would like to thank the commission for all their hard work making the marketplace the best in the world.

Sincerely,
Stephen McSherry

A handwritten signature in black ink, appearing to read "Stephen McSherry". The signature is written in a cursive style and is underlined with a single horizontal stroke.

CC:

Cynthia A. Glassman
Harvey J. Goldschmid
Paul S. Atkins
Roel C Campos