

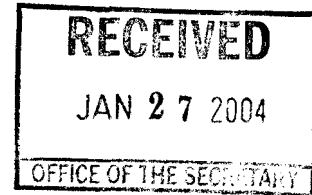


MUTUAL SERVICE  
CORPORATION

HALSTEAD FINANCIAL ASSOCIATES

SR-NASD-2003-104

#8



January 21, 2004

Secretary  
Securities and Exchange Commission  
450 Fifth Street, NW  
Washington, DC 20549-0608

Dear Secretary et. al. SEC:

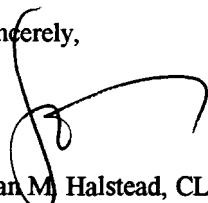
I am a licensed insurance professional and variable products products/mutual funds salesperson and have been in this business since 1979. I am writing to you because the NASD's proposal to revise the definition of 'branch office' in Rule 301(g) (2) will have a significant impact on my business.

I have been housed in my own, home office, with a secretary since 1992 because I wanted to be closer to my son. It is very possible that the financial expense and administrative burdens that will be caused by the change in status of my office from a non-branch location to a branch office will result in it no longer being economically feasible to offer variable products and mutual funds to my clients. This can only have a harmful impact on consumers since their access to these products, which often constitute an important part of my clients' overall financial planning, will likely be reduced or eliminated.

For 21 years, I was affiliated with AXA- Equitable Life and I believe, the NASD has not addressed the disproportionate impact that the proposal will have on limited purpose broker-dealers affiliated with life insurance companies. The proposal will have little if any impact on full-service broker-dealers, who typically conduct all of their activities from offices that meet the NASD's current definition of branch offices. This is appropriate since full-service broker-dealers conduct a full range of securities and financial activities at these offices. Broker-dealers affiliated with insurance companies, however, perform a much narrower range of activities. These companies have structured their operations based on the current definition, and they would be presented with significant new economic and administrative costs in order to comply with the new definition.

With this change, I would be in competition with Merrill-Lynch and Smith-Barney! For these reasons, I am urging the SEC to reject the NASD proposal to revise the definition of "branch office" to keep in place the current definition. In the alternative, the proposal should be amended to (i) to waive the filing fee for any non-branch location which becomes a branch office as a result of the proposal, and (ii) the number of permitted transactions in the exclusion found in section 3010 (g) (2) (E) should be substantially increased. Thank you for your consideration of my views on this matter.

Sincerely,

  
Joan M. Halstead, CLU, REBC, ChCF,  
Chartered Financial Consultant

CC: Gary Sanders, NAIFA

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