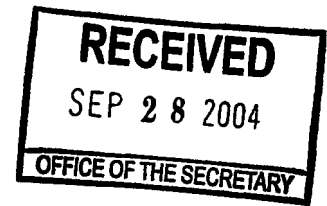




David Colker
Chief Executive Officer and President
colkerd@nsx.com



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September 24, 2004

U.S. Securities and Exchange Commission
450 Fifth Street, N. W.
Washington, DC 20549-0609
Attention: Mr. Jonathan G. Katz, Secretary
RE: File No. SR-NYSE-2004-43

To Whom It May Concern:

The National Stock Exchange is submitting this letter in brief response to the New York Stock Exchange proposal to make the OpenBook service available in real-time. The OpenBook Proposal was published for comment in Securities Exchange Act Release No. 50275 (August 26, 2004) (the "Release").

In 2001, the Commission approved OpenBook fees at a time when the product was only available on a delayed basis. At that time, the Commission raised serious concerns regarding access issues and other defects of the OpenBook contract:

The Commission notes that this order only approves the filing submitted by the NYSE, for the fees for the NYSE OpenBook service. Therefore, the Commission is not approving or disapproving the terms of the NYSE's vendor or subscriber agreements. The NYSE's proposed restrictions on vendor redissemination of OpenBook data, including the prohibition on providing the full data feed and providing enhanced, integrated, or consolidated data found in these agreements are on their face discriminatory, and may raise fair access issues under the Act. (Securities Exchange Act Release No. 45138, December 7, 2001).

A real-time OpenBook presents much more significant issues than the delayed quote OpenBook which troubled the Commission. Indeed, the current filing and the restrictions on vendor consolidation of data raises many of the same issues that the National Stock Exchange commented upon in the context of Liquidity Quote last year. We believe these contracts have the potential to reduce transparency, seriously disadvantaging market centers that compete with the NYSE, and hence harm investors.

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The Release raises substantial market structure issues. Those issues can't be systematically explored in the context of a fast-track review, in which the public doesn't have the offending contracts as part of the document before it. We would urge the Commission to require a full 90-day public comment - with contracts included - so the public can systematically assess the impact of this proposal on transparency and competition among market centers.

I appreciate your consideration.

Sincerely,

A handwritten signature in black ink, appearing to read "David Colker". The signature is fluid and cursive, with a large initial "D" and a long, sweeping tail.

David Colker