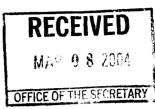
57-06-04

313

David D. Johnson PO Box 515 Newcastle, CA 95658 916-663-3070



Jonathan Katz US Securities and Exchange Commission 450 Fifth Street, N.W. Washington D.C. 20549-0609

Dear Mr. Katz,

Thank you for the opportunity to comment on these two forms. It is good to see action taken to abate brokers that avoid their fiduciary responsibility. My comments are directed at the abuse of breakpoints to maximize brokers fees. I suggest some additional questions be asked of prospective clients. These are defined below.

# **Confirmation Statement Form:**

Section E. Breakpoints discount information *Include*:

- 1. Would the investors be entitled to breakpoints? YES NO NA
- 2. Does the investment or aggregate of the investors account approach within 20% of a breakpoint level? YES NO NA

It might be helpful to an investor to address the issue of diversification since this is used by some brokers to avoid breakpoints and receive higher fees.

Include:

Section F. Diversification

Diversification can be used by brokers to lower investment amount below breakpoint levels. Be sure to discuss your investment with your broker for proper allocation and balance with lowest possible fees.

The investor should be given a period of time after receiving this statement to change their mind.

## Point of Sale example Form:

Similar questions should also be included. *Include:* 

- 1. Does the investor qualify for breakpoints? YES NO
- 2. Does the investment or aggregate of the investors account approach within 20% of breakpoint levels? YES NO

It may also be helpful to include the statement as in Section F above about diversification on the point of sale statement.

u/for/considering my suggestions.

David Johnson



Office Of Investor

Education

And Assistance

UNITED STATES SECURITIES AND EXCHANGE COMMISSION 450 Fifth Street, NW WASHINGTON, D.C. 20549-0213

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February 2004

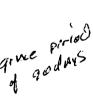
# **Special Request for Comments from Investors**

# (Proposed Mutual Fund Disclosure Forms - SEC File No. S7-06-04)

Brokers may have conflicts of interest when they sell mutual funds and other investments. For instance, your broker may get paid more if you purchase one fund over another, or the broker may receive other fees or payments from a fund for selling its shares.

We have proposed two new forms that would require brokers to tell you how much you must pay when you buy a particular fund and how much your broker and the firm will receive for selling that fund. These two forms are designed to provide you with information order (which is also called the "point-of-sale") and in a written confirmation statement after  $q_{1}$  we  $q_{2}$   $q_{3}$   $q_{4}$   $q_{4}$   $q_{5}$  the transaction occurs. The purpose of the forms is to give you crossely in  $q_{4}$ you can understand what conflicts your broker and the firm have. That way, when a broker recommends a particular fund, you can assess with full knowledge whether the investment is better for you or for your broker.

We want to know whether the forms clearly communicate the information you need to make your investment decisions. If not, why not? We further want to know whether the forms will provide you with the information you need at the time you need to receive it. If not, when would you want to receive the information? Finally, we would like to know what improvements, if any, you would make to the forms.



| Acme Clearing, Inc.                                                                                                                                                                                                                             |                                                                                  |                       |                                                                  |                                                               |
|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------|-----------------------|------------------------------------------------------------------|---------------------------------------------------------------|
| Fees and Payments Assoc                                                                                                                                                                                                                         | ciated with Your Investn                                                         | nent                  |                                                                  | · · · · · · · · · · · · · · · · · · ·                         |
| A. General information<br>Customer:<br>Account Number:<br>Date of transaction:<br>Type of transaction:<br>No. shares bought/sold:<br>Security issuer:<br>Class (if applicable):                                                                 | John Doe<br>1234-5678<br>1/1/05<br>You bought<br>422.610<br>BBB Equity Fund<br>A | Price (NA<br>Amount p |                                                                  | Mutual fund<br>\$18.17<br>\$18.93<br>\$8,000.00<br>\$7,678.82 |
| Commission/other compensation:<br>Other charges:                                                                                                                                                                                                |                                                                                  |                       | no commission or other charge<br>oads or asset-based fees, as de |                                                               |
| B. What you pay (directly an                                                                                                                                                                                                                    | d indirectly) for purchases                                                      | ;                     |                                                                  |                                                               |
| Front-end sales load                                                                                                                                                                                                                            |                                                                                  | \$321.18              | which is equivalent to 4.18<br>Industry norms: Range x.xx        |                                                               |
| Back-end sales load                                                                                                                                                                                                                             |                                                                                  | NA                    |                                                                  |                                                               |
| Estimated first-year asset-based                                                                                                                                                                                                                | sales charges                                                                    | NA                    |                                                                  |                                                               |
| Estimated first-year asset-based                                                                                                                                                                                                                | service fees                                                                     | \$19.20               | which is equivalent to 0.25%<br>Industry norms: Range x.xx       |                                                               |
| C. Amounts that your broke                                                                                                                                                                                                                      | r, AAA Introducing, Inc., w                                                      | ill receive           | from the fund or its affiliate                                   | es                                                            |
| Sales fee AAA Introducing receive                                                                                                                                                                                                               | d for your purchase:                                                             | \$300.00              | which is equivalent to 3.91%<br>Industry norms: Range x.xx       | -                                                             |
| Revenue sharing AAA Introducing your purchase:                                                                                                                                                                                                  | g may receive in connection with                                                 | h<br>\$30.72          | which is equivalent to 0.40%<br>Industry norms: Range x.xx       | •                                                             |
| Portfolio brokerage commissions AAA Introducing may receive         in connection with your purchase:       \$15.36       which is equivalent to       0.20% of your investment         Industry norms:       Range x.xx - x.xx%; median x.xx%. |                                                                                  |                       | -                                                                |                                                               |
| Additional disclosures:                                                                                                                                                                                                                         |                                                                                  |                       |                                                                  |                                                               |
| D. Payment of special comp                                                                                                                                                                                                                      | ensation to personnel of v                                                       | our broker            | AAA introducing, Inc.                                            |                                                               |
| If you bought a security of a fund a pay its personnel more to sell secu                                                                                                                                                                        | filiated with AAA Introducing: I                                                 |                       |                                                                  | No NA                                                         |
| If you bought a share class with a personnel more to sell this class th fund?                                                                                                                                                                   |                                                                                  |                       |                                                                  | No NA X                                                       |
| E. Breakpoint discount infor<br>Many mutual fund companies of<br>discounts may be calculated by<br>of your family or household me                                                                                                               | offer sales load discounts to<br>ased on your current purcha                     | ise or on yo          | ur aggregate holdings, and r                                     | may also include the holdings                                 |

or financial advisor, or check the fund's prospectus or website. According to the fund's prospectus, the amount you invested (together with any holdings of which we are aware) entitles you to a sales load of 4.17%. You were charged a sales load of 4.18%, which may vary from the sales load disclosed in the prospectus due to rounding to the nearest penny in the transaction.

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#### F. Explanations and definitions

- <u>Net asset value (NAV)</u> Net asset value is the approximate value of one share of a fund, and is determined by dividing the fund's net assets by the number of shares outstanding. When you sell your shares, their NAV may differ from the price you paid for the shares.
- <u>Price and NAV</u> Securities that have front-end sales loads are sold at the public offering price. That price includes the sales load and therefore is higher than the NAV.
- <u>Amount of your investment</u> When you buy a share class that has a front-end sales load, the "net amount invested" equals what you paid for the shares minus the sales load. That is the value of the shares.
- <u>Dollar and percentage values</u> This document provides information about what you pay and what your broker-dealer will receive.
   Some of that information is set forth in dollar amounts and as percentages of "your investment." In general, those percentages are based on the net amount of your investment (which is the current value of the shares you are purchasing). Information about back-end sales loads and first year sales charges and service fees may be based on the value of your investment at some point in the future.
- <u>Timing of sales loads</u> If you buy shares with a front-end sales load, you pay a fee at the time of purchase. If you buy shares with a back-end sales load (sometimes called a deferred sales load), you may pay a fee when you sell your shares, depending on how long you hold them. If these shares have a back-end sales load, the amount of the fee you pay will depend on when you sell the shares and their NAV at the time.
- <u>Asset-based fees</u> Asset-based sales charges and service fees (such as 12b-1 fees) are annual fees that the fund pays out of its assets to market its shares to potential investors or to compensate brokers for maintaining the accounts of current shareholders. By reducing the amount of a fund's assets (that otherwise would be available for investment), the fees may reduce the return on your investment. The amount of future asset-based fees is not predictable because these fees are a percentage of NAV, which can fluctuate over time. Share classes that have a back-end sales load often will have higher asset-based fees than comparable share classes with a front-end sales load. However, share classes with a back-end sales load may, in some later year, convert to a share class with lower asset-based fees.
- Disclosure of revenue sharing and portfolio brokerage commissions This document provides information about revenue sharing that the broker-dealer has received from affiliates of the fund, and portfolio brokerage commissions that the broker-dealer has received from the fund or its affiliates. Those amounts are stated as a percentage of the broker-dealer's sales on behalf of the fund complex consisting of the fund or its affiliates over a recent 12 month period. For example, if a broker-dealer received \$1 million in revenue sharing from a fund complex over that period, and the broker-dealer sold \$50 million worth of shares for the fund complex over that period, then revenue sharing represents 2 percent of total sales. Based on that percentage, this confirmation also states the amount of that compensation that may be associated with this transaction. These are estimates only, and your broker-dealer can provide you with more specific information.
- <u>What is revenue sharing?</u> Revenue sharing occurs when the investment adviser to the fund, or another affiliate of the fund, makes payments to a broker-dealer. In some cases, the investment adviser may describe those payments as reimbursing the broker-dealer for expenses it incurs in selling the shares. Those payments regardless if they are labeled as reimbursements may give the broker-dealer dealer a greater incentive to sell the shares of that fund or affiliated funds.
- <u>What are portfolio brokerage commissions?</u> Portfolio brokerage commissions are payments that a fund makes to broker-dealers for helping the fund buy or sell securities in the fund's portfolio. Portfolio brokerage commissions may give the broker-dealer a greater incentive to sell the shares of that fund or affiliated funds.
- <u>Special compensation for proprietary sales</u> This document states whether your broker-dealer pays its salespersons or other associated persons a higher compensation <u>rate</u> for selling securities of affiliated funds (proprietary sales) than the rate that the brokerdealer pays for selling securities of non-affiliated funds. In some cases, a broker-dealer pays its personnel a higher percentage of the broker-dealer's own compensation for the sale of securities of affiliated funds than it pays for the sale of securities of non-affiliated funds. This may give your broker a greater incentive to sell the shares of affiliated funds than non-affiliated funds.
- <u>Special compensation for shares with a back-end sales load</u> This document states whether your broker-dealer pays its salespersons or other associated persons higher compensation, in <u>actual dollars</u>, for selling a security with a back-end sales load than your brokerdealer pays its personnel for the sale of the same dollar amount of shares in a share class with a front-end sales load. Some share classes without front-end sales loads (such as class B shares) may require you to pay higher asset-based fees than share classes with front-end sales loads (typically class A shares). Broker-dealer personnel may earn more when they sell classes with a back-end sales load, and therefore your broker may have a greater incentive to sell shares with a back-end sales load.
- <u>Comparison ranges</u> The "comparison ranges" provide additional information about your purchase. These are expressed as a percentage of NAV. In the case of sales loads, asset-based fees and sales fees received by the broker-dealer, those comparison ranges represent the range of charges and fees associated with 95 percent of comparable securities. For example, a comparison range of "0-4%" means that 95 percent of comparable securities would charge between zero and 4 percent of NAV for a sale of that size. In the case of revenue sharing and portfolio brokerage commissions earned by the broker-dealer, the comparison range represents the range associated with the activity of 95 percent of other firms that distribute comparable securities.

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· Attachment 2 - Confirmation example for hypothetical class B share purchase (back-end load as minimum of present or future NAV)

| A. General information                                            |                                                                       |                     |                                                                         |                                                            |
|-------------------------------------------------------------------|-----------------------------------------------------------------------|---------------------|-------------------------------------------------------------------------|------------------------------------------------------------|
| Customer:                                                         | John Doe                                                              | Symbol:             |                                                                         |                                                            |
| Account Number:                                                   | 1234-5678                                                             | CUSIP nu            | mber:                                                                   |                                                            |
| Date of transaction:                                              | 1/1/05                                                                | Type of se          |                                                                         | Mutual fund                                                |
| Type of transaction:                                              | You bought                                                            | Net Asset           | Value (NAV):                                                            | \$18.17                                                    |
| No. shares bought/sold:                                           | 440.286                                                               |                     | V plus load):                                                           | \$18.17                                                    |
| Security issuer:                                                  | BBB Equity Fund                                                       | •                   | aid/received:                                                           | \$8,000.00                                                 |
| Class (if applicable):                                            | В                                                                     | Amount o            | f your investment/sale:                                                 | \$8,000.00                                                 |
| Commission/other compensat<br>Other charges:                      |                                                                       |                     | no commission or other<br>oads or asset-based fee:                      | charge, you may be paying for<br>s, as described below.    |
| B. What you pay (directly                                         | and indirectly) for purcha                                            | ises                |                                                                         |                                                            |
| Front-end sales load                                              |                                                                       | NA                  |                                                                         |                                                            |
| Back-end sales load                                               |                                                                       | • • • • • • •       | and the state the                                                       |                                                            |
| If you sell these shares in c                                     |                                                                       | \$400.00            |                                                                         | e x.xx - x.xx%; median x.xx%.                              |
| If you sell these shares in t                                     |                                                                       | \$320.00            |                                                                         | e x.xx - x.xx%; median x.xx%.                              |
| If you sell these shares in t<br>If you sell these shares in f    |                                                                       | \$240.00            | or 3 % of your investm<br>Industry norms: Rang<br>or 3% of your investm | ne x.xx - x.xx%; median x.xx%.                             |
| -                                                                 |                                                                       | \$240.00            | Industry norms: Rang                                                    | e x.xx - x.xx%; median x.xx%.                              |
| If you sell these shares in f                                     |                                                                       | \$160.00            | , ,                                                                     | e x.xx - x.xx%; median x.xx%.                              |
| If you sell these shares in s                                     | six years, you will pay                                               | \$80.00             | or 1% of your investm<br>Industry norms: Rang                           | ent, whichever is less<br>je x.xx - x.xx%; median x.xx%.   |
| Estimated first-year asset-ba                                     | sed sales charges                                                     | \$60.00             | •                                                                       | 0.75% of your investment<br>e x.xx - x.xx%; median x.xx%.  |
| Estimated first-year asset-based service fees                     |                                                                       | \$20.00             |                                                                         | 0.25% of your investment<br>je x.xx - x.xx%; median x.xx%. |
| C. Amounts that your bro                                          | oker, AAA Introducing, Inc                                            | ., will receive fro | om the fund or its aff                                                  | iliates                                                    |
| Sales fee AAA Introducing rec                                     | eived for your purchase:                                              | \$320.00            |                                                                         | 4.00% of your investment<br>ie x.xx - x.xx%; median x.xx%. |
| Revenue sharing AAA Introdu<br>your purchase:                     | ucing may receive in connection                                       | 1 with<br>\$32.00   |                                                                         | 0.40% of your investment<br>ie x.xx - x.xx%; median x.xx%. |
| Portfolio brokerage commis<br>connection with your purchase       | sions AAA Introducing may rec<br>::                                   | eive in<br>\$16.00  | which is equivalent to<br>Industry norms: Rang                          | 0.20% of your investment<br>ie x.xx - x.xx%; median x.xx%. |
| Additional disclosures:                                           |                                                                       |                     |                                                                         |                                                            |
| D Payment of special co                                           | mpensation to personnel                                               | of your broker      | AA Introducing Inc                                                      | ······································                     |
|                                                                   |                                                                       | •                   | -                                                                       | •                                                          |
| f you bought a security of a fu<br>bay its personnel more to sell | nd affiliated with AAA Introducion<br>securities of affiliated funds? | ng: Does AAA Intro  | oducing Yes                                                             | s No NA                                                    |
| f you bought a share class wit                                    | h a back-end sales load: Does                                         | AAA Introducina p   | ay its                                                                  |                                                            |
| · •                                                               | ss than to sell front-end sales lo                                    |                     |                                                                         |                                                            |
|                                                                   | - f                                                                   |                     |                                                                         |                                                            |
| E. Breakpoint discount in                                         | niormation                                                            |                     | at have invested over                                                   |                                                            |

financial advisor, or check the fund's prospectus or website. According to the fund's prospectus, the amount you invested (together with any holdings of which we are aware) would have entitled you to a sales load of 4.17% of NAV had you bought a share class that is subject to a front-end sales load. Instead, you bought a share class that is not subject to a front-end sales charges of 0.75% of net asset value for a period of 6 years.

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#### F. Explanations and definitions

- <u>Net asset value (NAV)</u> Net asset value is the approximate value of one share of a fund, and is determined by dividing the fund's net assets by the number of shares outstanding. When you sell your shares, their NAV may differ from the price you paid for the shares.
- <u>Price and NAV</u> Securities that have front-end sales loads are sold at the public offering price. That price includes the sales load and therefore is higher than the NAV.
- <u>Amount of your investment</u> When you buy a share class that has a front-end sales load, the "net amount invested" equals what you paid for the shares minus the sales load. That is the value of the shares.
- <u>Dollar and percentage values</u> This document provides information about what you pay and what your broker-dealer will receive.
   Some of that information is set forth in dollar amounts and as percentages of "your investment." In general, those percentages are based on the net amount of your investment (which is the current value of the shares you are purchasing). Information about back-end sales loads and first year sales charges and service fees may be based on the value of your investment at some point in the future.
- <u>Timing of sales loads</u> If you buy shares with a front-end sales load, you pay a fee at the time of purchase. If you buy shares with a back-end sales load (sometimes called a deferred sales load), you may pay a fee when you sell your shares, depending on how long you hold them. If these shares have a back-end sales load, the amount of the fee you pay will depend on when you sell the shares and their NAV at the time.
- <u>Asset-based fees</u> Asset-based sales charges and service fees (such as 12b-1 fees) are annual fees that the fund pays out of its assets to market its shares to potential investors or to compensate brokers for maintaining the accounts of current shareholders. By reducing the amount of a fund's assets (that otherwise would be available for investment), the fees may reduce the return on your investment. The amount of future asset-based fees is not predictable because these fees are a percentage of NAV, which can fluctuate over time. Share classes that have a back-end sales load often will have higher asset-based fees than comparable share classes with a front-end sales load. However, share classes with a back-end sales load may, in some later year, convert to a share class with lower asset-based fees.
- Disclosure of revenue sharing and portfolio brokerage commissions This document provides information about revenue sharing that the broker-dealer has received from affiliates of the fund, and portfolio brokerage commissions that the broker-dealer has received from the fund or its affiliates. Those amounts are stated as a percentage of the broker-dealer's sales on behalf of the fund complex consisting of the fund or its affiliates over a recent 12 month period. For example, if a broker-dealer received \$1 million in revenue sharing from a fund complex over that period, and the broker-dealer sold \$50 million worth of shares for the fund complex over that period, then revenue sharing represents 2 percent of total sales. Based on that percentage, this confirmation also states the amount of that compensation that may be associated with this transaction. These are estimates only, and your broker-dealer can provide you with more specific information.
- <u>What is revenue sharing?</u> Revenue sharing occurs when the investment adviser to the fund, or another affiliate of the fund, makes payments to a broker-dealer. In some cases, the investment adviser may describe those payments as reimbursing the broker-dealer for expenses it incurs in selling the shares. Those payments - regardless if they are labeled as reimbursements - may give the brokerdealer a greater incentive to sell the shares of that fund or affiliated funds.
- <u>What are portfolio brokerage commissions?</u> Portfolio brokerage commissions are payments that a fund makes to broker-dealers for helping the fund buy or sell securities in the fund's portfolio. Portfolio brokerage commissions may give the broker-dealer a greater incentive to sell the shares of that fund or affiliated funds.
- <u>Special compensation for proprietary sales</u> This document states whether your broker-dealer pays its salespersons or other associated persons a higher compensation <u>rate</u> for selling securities of affiliated funds (proprietary sales) than the rate that the brokerdealer pays for selling securities of non-affiliated funds. In some cases, a broker-dealer pays its personnel a higher percentage of the broker-dealer's own compensation for the sale of securities of affiliated funds than it pays for the sale of securities of non-affiliated funds. This may give your broker a greater incentive to sell the shares of affiliated funds than non-affiliated funds.
- <u>Special compensation for shares with a back-end sales load</u> This document states whether your broker-dealer pays its salespersons or other associated persons higher compensation, in <u>actual dollars</u>, for selling a security with a back-end sales load than your broker-dealer pays its personnel for the sale of the same dollar amount of shares in a share class with a front-end sales load. Some share classes without front-end sales loads (such as class B shares) may require you to pay higher asset-based fees than share classes with front-end sales loads (typically class A shares). Broker-dealer personnel may earn more when they sell classes with a back-end sales load, and therefore your broker may have a greater incentive to sell shares with a back-end sales load.
- <u>Comparison ranges</u> The "comparison ranges" provide additional information about your purchase. These are expressed as a percentage of NAV. In the case of sales loads, asset-based fees and sales fees received by the broker-dealer, those comparison ranges represent the range of charges and fees associated with 95 percent of comparable securities. For example, a comparison range of "0-4%" means that 95 percent of comparable securities would charge between zero and 4 percent of NAV for a sale of that size. In the case of revenue sharing and portfolio brokerage commissions earned by the broker-dealer, the comparison range represents the range associated with the activity of 95 percent of other firms that distribute comparable securities.

. Attachment 3 - Confirmation example for hypothetical class B share purchase (back-end load as a function of present NAV)

| Acme Clearing, Inc                                                                      | sociated with Your Investm                                                                                                                  | iont                                      |                                                                                |                                                                                   |
|-----------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------|--------------------------------------------------------------------------------|-----------------------------------------------------------------------------------|
|                                                                                         | sociated with rour investin                                                                                                                 |                                           | <u> </u>                                                                       |                                                                                   |
| A. General information                                                                  | John Doe                                                                                                                                    | Symbol:                                   |                                                                                |                                                                                   |
| Customer:<br>Account Number:                                                            | 1234-5678                                                                                                                                   | CUSIP nu                                  | mher <sup>.</sup>                                                              |                                                                                   |
| Date of transaction:                                                                    | 1/1/05                                                                                                                                      | Type of se                                |                                                                                | Mutual fund                                                                       |
| Type of transaction:                                                                    | You bought                                                                                                                                  |                                           | Value (NAV):                                                                   | \$18.17                                                                           |
| No. shares bought/sold:                                                                 | 440.286                                                                                                                                     |                                           | v plus load):                                                                  | \$18.17                                                                           |
| Security issuer:                                                                        | BBB Equity Fund                                                                                                                             |                                           | aid/received:                                                                  | \$8,000.00                                                                        |
| Class (if applicable):                                                                  | В                                                                                                                                           |                                           | f your investment/sale:                                                        | \$8,000.00                                                                        |
| Commission/other compensat<br>Other charges:                                            |                                                                                                                                             |                                           | no commission or other o<br>bads or asset-based fees,                          | charge, you may be paying for<br>, as described below.                            |
| B. What you pay (directly                                                               | y and indirectly) for purchases                                                                                                             |                                           |                                                                                |                                                                                   |
| Front-end sales load                                                                    |                                                                                                                                             | NA                                        |                                                                                |                                                                                   |
| Back-end sales load                                                                     |                                                                                                                                             |                                           |                                                                                |                                                                                   |
| If you sell these shares in c                                                           | one year, you will pay                                                                                                                      | \$400.00                                  | (which equals 5% of yo<br>Industry norms: Range                                | our investment)<br>e x.xx - x.xx%; median x.xx%.                                  |
| If you sell these shares in t                                                           | wo years, you will pay                                                                                                                      | \$320.00                                  | (which equals 4% of yo                                                         |                                                                                   |
| If you sell these shares in t                                                           | three years, you will pay                                                                                                                   | \$240.00                                  | (which equals 3% of yo                                                         |                                                                                   |
| If you sell these shares in f                                                           | four years, you will pay                                                                                                                    | \$240.00                                  | (which equals 3% of yo                                                         |                                                                                   |
| If you sell these shares in f                                                           | five years, you will pay                                                                                                                    | \$160.00                                  | (which equals 2% of yo                                                         | our investment)                                                                   |
| If you sell these shares in s                                                           | six years, you will pay                                                                                                                     | \$80.00                                   | (which equals 1% of yo                                                         | e x.xx - x.xx%; median x.xx%.<br>our investment)<br>e x.xx - x.xx%; median x.xx%. |
| Estimated first-year asset-ba                                                           | ased sales charges                                                                                                                          | \$60.00                                   | which is equivalent to<br>Industry norms: Range                                | 0.75% of your investment<br>e x.xx - x.xx%; median x.xx%.                         |
| Estimated first-year asset-ba                                                           | ased service fees                                                                                                                           | \$20.00                                   |                                                                                | 0.25% of your investment<br>e x.xx - x.xx%; median x.xx%.                         |
| C. Amounts that your bro                                                                | oker, AAA Introducing, Inc., wi                                                                                                             | Il receive fro                            | om the fund or its affi                                                        | liates                                                                            |
| Sales fee AAA Introducing rec                                                           | -                                                                                                                                           | \$320.00                                  | which is equivalent to                                                         | 4.00% of your investment<br>e x.xx - x.xx%; median x.xx%.                         |
| Revenue sharing AAA Introd<br>your purchase:                                            | ucing may receive in connection with                                                                                                        | \$ <b>32.00</b>                           |                                                                                | 0.40% of your investment<br>e x.xx - x.xx%; median x.xx%.                         |
| Portfolio brokerage commis<br>connection with your purchase                             | sions AAA Introducing may receive<br>e:                                                                                                     | in<br><b>\$16.00</b>                      |                                                                                | 0.20% of your investment<br>e x.xx - x.xx%; median x.xx%.                         |
| Additional disclosures:                                                                 |                                                                                                                                             |                                           |                                                                                |                                                                                   |
| D. Payment of special co                                                                | ompensation to personnel of y                                                                                                               | our broker.                               | AAA Introducing, Inc.                                                          |                                                                                   |
| • ,                                                                                     | and affiliated with AAA Introducing:                                                                                                        |                                           | •                                                                              |                                                                                   |
| , .                                                                                     | th a back-end sales load: Does AAA<br>ss than to sell front-end sales load s                                                                |                                           |                                                                                | <u>No</u> <u>NA</u>                                                               |
| discounts may be calculate<br>your family or household m<br>financial advisor, or check | ies offer sales load discounts to<br>ed based on your current purcha<br>nembers. To ensure that you are<br>the fund's prospectus or website | se or on you<br>obtaining al<br>According | r aggregate holdings, a<br>I available discounts, y<br>to the fund's prospectu | and may also include the holdings o<br>you should talk with your broker or        |

(together with any holdings of which we are aware) would have entitled you to a sales load of 4.17% of NAV had you bought a share class that is subject to a front-end sales load. Instead, you bought a share class that is not subject to a front-end sales load, but is subject to annual asset-based sales charges of 0.75% of net asset value for a period of 6 years.

#### F. Explanations and definitions

- <u>Net asset value (NAV)</u> Net asset value is the approximate value of one share of a fund, and is determined by dividing the fund's net assets by the number of shares outstanding. When you sell your shares, their NAV may differ from the price you paid for the shares.
- <u>Price and NAV</u> Securities that have front-end sales loads are sold at the public offering price. That price includes the sales load and therefore is higher than the NAV.
- <u>Amount of your investment</u> When you buy a share class that has a front-end sales load, the "net amount invested" equals what you paid for the shares minus the sales load. That is the value of the shares.
- <u>Dollar and percentage values</u> This document provides information about what you pay and what your broker-dealer will receive.
   Some of that information is set forth in dollar amounts and as percentages of "your investment." In general, those percentages are based on the net amount of your investment (which is the current value of the shares you are purchasing). Information about back-end sales loads and first year sales charges and service fees may be based on the value of your investment at some point in the future.
- <u>Timing of sales loads</u> If you buy shares with a front-end sales load, you pay a fee at the time of purchase. If you buy shares with a back-end sales load (sometimes called a deferred sales load), you may pay a fee when you sell your shares, depending on how long you hold them. If these shares have a back-end sales load, the amount of the fee you pay will depend on when you sell the shares and their NAV at the time.
- <u>Asset-based fees</u> Asset-based sales charges and service fees (such as 12b-1 fees) are annual fees that the fund pays out of its assets to market its shares to potential investors or to compensate brokers for maintaining the accounts of current shareholders. By reducing the amount of a fund's assets (that otherwise would be available for investment), the fees may reduce the return on your investment. The amount of future asset-based fees is not predictable because these fees are a percentage of NAV, which can fluctuate over time. Share classes that have a back-end sales load often will have higher asset-based fees than comparable share classes with a front-end sales load. However, share classes with a back-end sales load may, in some later year, convert to a share class with lower asset-based fees.
- Disclosure of revenue sharing and portfolio brokerage commissions This document provides information about revenue sharing that
  the broker-dealer has received from affiliates of the fund, and portfolio brokerage commissions that the broker-dealer has received from
  the fund or its affiliates. Those amounts are stated as a percentage of the broker-dealer's sales on behalf of the fund complex consisting of the fund or its affiliates over a recent 12 month period. For example, if a broker-dealer received \$1 million in revenue
  sharing from a fund complex over that period, and the broker-dealer sold \$50 million worth of shares for the fund complex over that
  period, then revenue sharing represents 2 percent of total sales. Based on that percentage, this confirmation also states the amount of
  that compensation that may be associated with this transaction. These are estimates only, and your broker-dealer can provide you
  with more specific information.
- <u>What is revenue sharing?</u> Revenue sharing occurs when the investment adviser to the fund, or another affiliate of the fund, makes
  payments to a broker-dealer. In some cases, the investment adviser may describe those payments as reimbursing the broker-dealer
  for expenses it incurs in selling the shares. Those payments regardless if they are labeled as reimbursements may give the brokerdealer a greater incentive to sell the shares of that fund or affiliated funds.
- <u>What are portfolio brokerage commissions?</u> Portfolio brokerage commissions are payments that a fund makes to broker-dealers for helping the fund buy or sell securities in the fund's portfolio. Portfolio brokerage commissions may give the broker-dealer a greater incentive to sell the shares of that fund or affiliated funds.
- <u>Special compensation for proprietary sales</u> This document states whether your broker-dealer pays its salespersons or other associated persons a higher compensation <u>rate</u> for selling securities of affiliated funds (proprietary sales) than the rate that the brokerdealer pays for selling securities of non-affiliated funds. In some cases, a broker-dealer pays its personnel a higher percentage of the broker-dealer's own compensation for the sale of securities of affiliated funds than it pays for the sale of securities of non-affiliated funds. This may give your broker a greater incentive to sell the shares of affiliated funds than non-affiliated funds.
- <u>Special compensation for shares with a back-end sales load</u> This document states whether your broker-dealer pays its salespersons or other associated persons higher compensation, in <u>actual dollars</u>, for selling a security with a back-end sales load than your broker-dealer pays its personnel for the sale of the same dollar amount of shares in a share class with a front-end sales load. Some share classes without front-end sales loads (such as class B shares) may require you to pay higher asset-based fees than share classes with front-end sales loads (typically class A shares). Broker-dealer personnel may earn more when they sell classes with a back-end sales load, and therefore your broker may have a greater incentive to sell shares with a back-end sales load.
- <u>Comparison ranges</u> The "comparison ranges" provide additional information about your purchase. These are expressed as a
  percentage of NAV. In the case of sales loads, asset-based fees and sales fees received by the broker-dealer, those comparison
  ranges represent the range of charges and fees associated with 95 percent of comparable securities. For example, a comparison
  range of "0-4%" means that 95 percent of comparable securities would charge between zero and 4 percent of NAV for a sale of that
  size. In the case of revenue sharing and portfolio brokerage commissions earned by the broker-dealer, the comparison
  represents the range associated with the activity of 95 percent of other firms that distribute comparable securities.

Attachment 5 - Point of sale example for hypothetical class B share purchase

| AAA Introducing, Inc.              |                 |
|------------------------------------|-----------------|
| Name                               | John Doe        |
| Account number                     | 1234-5678       |
| Date                               | 1/1/05          |
| Security under consideration       | BBB Equity Fund |
| Class                              | В               |
| Amount of contemplated transaction | \$8,000.00      |

## Sales load and what we will be paid up front

| Front-end sales load                                                                                | NA       |
|-----------------------------------------------------------------------------------------------------|----------|
| Back-end sales load - maximum first year<br>- back-end sales loads terminate after six years        | \$400.00 |
| Amount of sales fee we will receive from the fund                                                   | \$320.00 |
| Estimated first year asset-based distribution or<br>service fees that we will receive from the fund | \$80.00  |

### Potential conflicts of interest

| Do the fund or its affiliates pay us brokerage commissions for<br>buying or selling fund assets, such as stocks and bonds? | Yes |
|----------------------------------------------------------------------------------------------------------------------------|-----|
| Do the fund's affiliates make additional payments to us, such as revenue sharing?                                          | Yes |

## Special compensation for our personnel - potential conflicts of interest

| If this is a "proprietary" security issued by an affiliate, would we pay more to our personnel for selling it to you? |     |
|-----------------------------------------------------------------------------------------------------------------------|-----|
| If this security carries a back-end sales load, would we pay more to our personnel for selling it to you?             | Yes |

ASK BEFORE YOU BUY! This document contains information that your broker-dealer is required to provide you about potential transactions in certain investments, such as mutual funds, variable annuities or "529 plans." It tells you about the investment's sales-related costs, and about the incentives your broker-dealer and its personnel have to sell you this investment. YOU HAVE A RIGHT TO CONSIDER THE COSTS OF THE INVESTMENT AND YOUR BROKER-DEALER'S INCENTIVES BEFORE YOU DECIDE WHETHER TO MAKE THE INVESTMENT.

SOME THINGS TO KNOW ABOUT LOADS: Sometimes shares that do not have a front-end load have high fees -which makes them more expensive for the long-term investor. Also, many mutual fund companies offer sales load discounts to investors over a certain level. Sometimes family or household holdings can count toward these discounts. To find out more, talk with your broker or financial adviser, or check the fund's prospectus or website.

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#### Explanations and Definitions

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- <u>Price and NAV</u> Securities that have front-end sales loads are sold at the public offering price. That price includes the sales load and therefore is higher than the NAV.
- <u>Timing of sales loads</u> If you buy shares with a front-end sales load, you pay a fee at the time of purchase. If you buy shares with a back-end sales load (sometimes called a deferred sales load), you may pay a fee when you sell your shares, depending on how long you hold them. If the shares have a back-end sales load, the amount of the fee you pay will depend on when you sell the shares and their NAV at the time.
- <u>Asset-based fees</u> Asset-based sales charges and service fees (such as 12b-1 fees) are annual fees that the fund pays out of its assets to market its shares to potential investors or to compensate brokers for maintaining the accounts of current shareholders. By reducing the amount of a fund's assets (that would otherwise be available for investment), the fees may reduce the return on your investment. The amount of future asset-based fees generally is not predictable because these fees are a percentage of NAV, which can fluctuate over time. Share classes that have a back-end sales load often have higher asset-based fees than comparable share classes with a front-end sales load. However, share classes with a back-end sales load may, in some later year, convert to a share class with lower assetbased fees.
- <u>What is revenue sharing?</u> Revenue sharing occurs when the investment adviser to a fund, or another affiliate of a fund, makes payments to a broker-dealer. In some cases, the investment adviser may describe those payments as reimbursing the broker-dealer for expenses it incurs in selling the shares. Those payments -- regardless if they are labeled as reimbursements -- may give the broker-dealer a greater incentive to sell the shares of that fund or affiliated funds.
- <u>What are portfolio brokerage commissions?</u> Portfolio brokerage commissions are payments that a fund makes to broker-dealers for helping the fund buy or sell securities in the fund's portfolio. Portfolio brokerage commissions may give the broker-dealer a higher incentive to sell the shares of that fund or affiliated funds.
- <u>Special compensation</u> This document states whether your broker-dealer would pay its salespersons or other associated persons higher compensation if you decide to buy the security you are considering. Some broker-dealers pay their personnel higher compensation, as a percentage of the broker-dealers' own compensation, for selling their affiliates' securities. In addition, some broker-dealers pay their personnel higher compensation, in actual dollars, for selling a security that has a back-end sales load, because broker-dealers themselves may earn more when they sell those share classes.

· Attachment 4 - Point of sale example for hypothetical class A share purchase

| AAA Introducing, Inc.              |                 |
|------------------------------------|-----------------|
| Name                               | John Doe        |
| Account number                     | 1234-5678       |
| Date                               | 1/1/05          |
| Security under consideration       | BBB Equity Fund |
| Class                              | A               |
| Amount of contemplated transaction | \$8,000.00      |

#### Sales load and what we will be paid up front

| Front-end sales load                                                                                | \$321.18 |
|-----------------------------------------------------------------------------------------------------|----------|
| Back-end sales load - maximum first year                                                            | NA       |
| Amount of sales fee we will receive from the fund                                                   | \$300.00 |
| Estimated first year asset-based distribution or<br>service fees that we will receive from the fund | \$19.20  |

### Potential conflicts of interest

| Do the fund or its affiliates pay us brokerage commissions for buying or selling fund assets, such as stocks and bonds? | Yes |
|-------------------------------------------------------------------------------------------------------------------------|-----|
| Do the fund's affiliates make additional payments to us, such as revenue sharing?                                       | Yes |

#### Special compensation for our personnel - potential conflicts of interest

| If this is a "proprietary" security issued by an affiliate, would we pay more to our personnel for selling it to you? | No |
|-----------------------------------------------------------------------------------------------------------------------|----|
| If this security carries a back-end sales load, would we pay more to our personnel for selling it to you?             |    |

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