

Christopher Cox
Chairman
Securities and Exchange Commission
100 F Street, NE
Washington, DC 20549
Facsimile: 202-772-9200

Dear Mr. Cox,

This letter is in response to the recent Securities and Exchange Commission emergency actions to prohibit short selling of companies in the financial sector. An unintended consequence of the SEC action has been the seizure of the entire convertible securities market for both financial and non-financial issuers. When coupled with the well publicized tightening of credit markets, the inability of issuers to access the convertible securities market could have dramatic and disastrous affect on corporate America.

The seizure of the convertible securities market is of great concern for all companies, including our own, which access this market as a source of financing. We are aware that the vast majority of convertible securities investors manage their risk by selling stock short. The ability of convertible securities investors to manage risk by selling stock short is also critical in maintaining orderly and predictable pricing for issuers and investors alike in this \$600 billion global marketplace. Without a convertible securities exemption from the SEC ban on short selling, the majority of convertible securities investors are effectively unable to participate in the convertible securities market. We are told by market participants that in practice the alternative risk management solutions suggested by the SEC are either unavailable or unworkable. As a result, trading in the secondary market has nearly ground to a halt and it has become impossible for issuers to raise new capital through convertible securities. This is an untenable and unnecessary situation, because convertible securities investors that manage risk by selling stock short are not the source of the market problems the SEC is seeking to address.

To preserve a critical capital raising market for issuers, the SEC must immediately provide an exemption from the short sale ban for convertible securities investors, as has been done by the Financial Services Authority in the UK and the Australian Securities and Investments Commission. Below is the particular language we urge the SEC to incorporate into the emergency short sale ban order:

**AMENDMENT TO EMERGENCY ORDER PURSUANT TO SECTION 12(k)(2) OF THE
SECURITIES EXCHANGE ACT OF 1934 TAKING TEMPORARY ACTION TO RESPOND TO
MARKET DEVELOPMENTS**

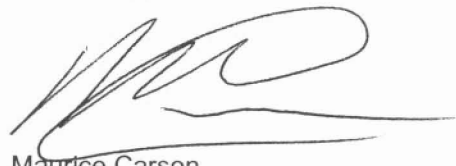
IT IS ORDERED that, pursuant to our Section 12(k)(2) powers, the requirements of this Order shall not apply to any short sale effected as part of bona fide hedging strategy directly related to convertible bonds, convertible preferred securities, warrants, and similar company issued derivative securities.

It is imperative that the SEC implement this exemption immediately to avoid further and permanent damage to the functioning of the convertible market. This exemption is consistent with the mission of the SEC and it is vital to facilitating the capital needs of American businesses.

Kind regards,



C. Scott Kulicke
Chairman of the Board
Chief Executive Officer



Maurice Carson
Senior Vice President
Chief Financial Officer