

September 16, 2006

Regulation Comments, Chief Counsel's Office  
Office of Thrift Supervision  
1700 G Street, NW  
Washington DC 20552  
Attention: No. 2006-29

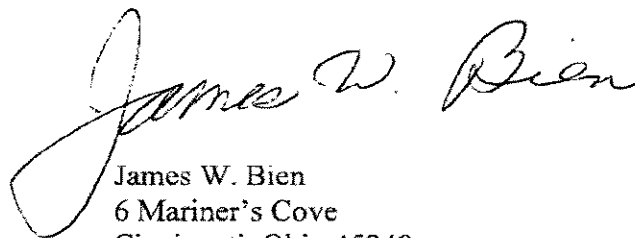
Dear Sir or Madam:

I am very concerned and directly in opposition to the proposed rule making stock benefit plans in mutual to stock conversions and mutual holding company structures to be left entirely in the hands of the individuals who will receive the benefits of the plan. The minority shareholder will be helpless against unscrupulous individuals who will reward themselves for a poor performance as well as a good performance.

I have invested in the thrift industry for the past twenty years. Management was many times fair to all the shareholders but there are instances where non-management shareholders were taken advantage of by those in power.

To take away the voting rights from the minority shareholders and non-management choices, in favor of those who would benefit at the expense of other people, would be an unjust position. Everything would be in management's favor on this particular issue.

Sincerely,

A handwritten signature in cursive script that reads "James W. Bien". The signature is written in black ink and is positioned above the typed name and address.

James W. Bien  
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Cincinnati, Ohio 45249  
513-469-7433