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September 18, 2006

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

Re: Notice of Proposed Rule Making Stock Benefit Plans in Mutual-to-Stock  
Conversions and Mutual Holding Structures OTS Docket No. 2006-29

Dear Sir:

I would simply like to state my opposition in the proposed changes to the MHC format that is proposed under 12 CFR Parts 563b and 573. To go into an explanation would almost be absurd. How this even got this far I will never understand. A government agency that is to oversee an industry is now thinking of allowing the boards of these banks to determine the benefits that the management is to have without any vote from the shareholders. This is like asking the fox to guard the hen house. MHC's are banks where we the shareholders own a minority of the shares, but we should still have some basic rights to protect our investments.

In advance, I want to thank you for reconsidering this proposed change and for doing the right thing for the investors of these institutions.

Sincerely,



Laura Schilli Holcomb