

Jonathan Katz, Secretary
Securities and Exchange Commission
450 Fifth St., N.W.
Washington, D.C. 20549

April 14, 2004

File Number S7-11-04,

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Dear Sirs,

Smaller Retirement and Pension administrative groups, such as ours for example, will be severely hurt by the initializing startup professional costs to comply with the new Proposed Rule S7-11-04. We oversee investments such as 403(b), 401(k), and 457 plans. The initial costs as described in the new rule are underestimated.

In our particular firm the first six months to record, store, track and transmit the data needed on an individual transaction basis would be approximately 280 thousand dollars. If weekly periodic information is also needed the costs will be much more outrageous if our system can even handle it.

I read an article recently that most people attempting to make a quick mutual fund arbitrage trade in the last six months have lost money because of the roadblocks already in place. The over-legislation on this issue will do great harm to the smaller pension fund administration groups, a fate from which many will never recover.

Sincerely

Jeffrey Emery
RPS Planning
Gardena