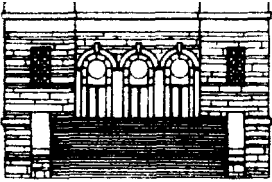


WYNNEFIELD CAPITAL, INC.



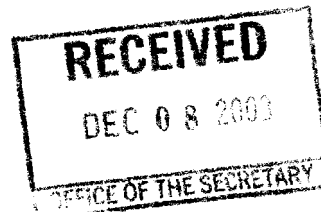
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17

Mr. Jonathan G. Katz
Secretary
U.S. Securities and Exchange Commission
450 Fifth Street, NW
Washington, DC 20549

Re: Rule-Making Petition **4-483**

Dear **Mr.** Katz:

We have been significant investors in small capitalization equity securities for over ten years. We are writing to express our strong support for the "Request **for** Rulemaking under Section 12(g)(5) of the Securities Exchange Act of **1934** concerning securities held in "Street Name" (Rule-Making Petition 4-483).

Along with many other small cap investors, we have recently experienced a very troubling trend. The boards and managements of many of our small company investments have decided to deregister their equity securities and numerous others are seriously contemplating it. Companies with thousands of "beneficial shareholders" but less than 300 shareholders of record have taken advantage of the loophole in the legislation to leave public shareholders materially damaged. More and more companies are exploiting this loophole, leaving investors, whose money they have used, completely in the **dark**. Investors in what were public companies are now at the mercy of managements who have already demonstrated a desire to hide from outside investors. We cannot accept that this type of corporate behavior was the intended outcome of The '34 Act.

If a public company wants to be private, it should do so **by** offering **outside** holders a fair price for their equity. Hiding behind the 'Street Name' sham to artificially reduce the actual number of holders, and then use this **as** an excuse to withdraw from the provision of information to investors is inappropriate at best.

Sincerely,

Nelson Obus, President
Wynnefield Capital, Inc.