

Cynthia M. Fornelli, Executive Director

September 6, 2007

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Ms. Nancy M. Morris  
Secretary  
U.S. Securities and Exchange Commission  
100 F Street, NE  
Washington, DC 20549-1090

Dear Ms. Morris:

**RE: File Number S7-12-07  
Electronic Filing and Simplification of Form D**

The Center for Audit Quality (CAQ) was created by the public company auditing profession and the American Institute of Certified Public Accountants to help foster confidence in the audit process and aid investors and the capital markets by advancing constructive suggestions for change rooted in the profession's core values of integrity, objectivity, honesty and trust. The CAQ consists of approximately 800 member firms that audit or are interested in auditing public companies. We welcome the opportunity to share our views on the Securities and Exchange Commission (SEC or the Commission) File Number S7-12-07, Release Number 33-8814, *Electronic Filing and Simplification of Form D* (the SEC Proposal). Due to the nature of the SEC Proposal, our comments are limited.

As our predecessor, the Center for Public Company Audit Firms, has commented previously (see our letter dated November 15, 2004 regarding the SEC's Concept Release, *Enhancing Commission Filings Through the Use of Tagged Data*, Release Nos. 33-8497), we commend the Commission's initiative to improve the filing, information collection and disclosure process using tagged data.

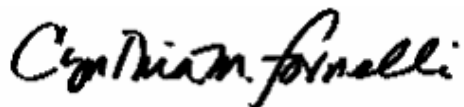
We recommend that all Form D information be filed in the standard format of XBRL. If the Commission decides to permit public companies to file information required by Form D as part of their periodic or current reports, we believe the information should be tagged in a manner consistent with the automatic tagging that would apply to Form D filings in order to realize the benefits of uniformly tagged Form D information.

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We appreciate the opportunity to comment on the SEC Proposal and would welcome the opportunity to meet with you to clarify any of our comments.

Sincerely,



Cynthia M. Fornelli  
Executive Director  
Center for Audit Quality

cc: SEC  
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