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From: Charles Walter@amat.com

Sent: Friday, June 18, 2004 2:13 AM

To: Director - FASB

Subject: File Reference 1102-100: Accounting for Stock Options and ESPPs

Letter of Comment No: 4699 File Reference: 1102-100

I am writing to express my strong opposition to changing the accounting treatment for stock options and Employee Stock Purchase Plans (ESPPs).

Stock Options and the Employee Stock Purchase Program offered by Applied Materials created the financial stability I needed to purchase my home. Your proposed changes would make those benefits no longer available to me, one of the work force. Options and purchase programs would become available only to the upper managers and above.

Forcing companies to list futures as expense because some companies have committed accounting atrocities is like forcing all new car owners to buy a car with a Breathalyzer interlock because some drivers drive drunk!

Please do not do this!

With Sincere regards,

**Charles Walter**