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Robert H. Herz, Chairman
Order Department, Financial Accounting Standards Board
401 Merritt 7, P.O. Box 5116
Norwalk, CT 06856-5116

Letter of Comment No: 4741
File Reference: 1102-100

Director of Major Projects--File Reference No. 1102-100

Dear Chairman:

The big accounting scandals of the last few years were generally caused by companies that mis-stated their numbers to produce higher profits and asset values that had no connection with reality. What an irony that the FASB is now proposing an accounting standard that would force companies to mis-state their numbers to produce higher expenses and lower profits that have no connection with reality. That is precisely what mandatory expensing of stock options would create.

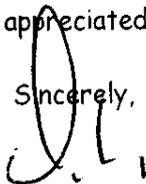
Please also be aware that in my experience, the move towards expensing options also has had the affect of reducing the amount of compensation provided to employees. Other than collection of taxes, I don't think the government should be in the business of limiting or otherwise affecting compensation that flows from an employer to an employee.

It is simply not the government's place to decide how a company chooses to give back to their employees. By imposing their will on business, the FASB will impede the ability of employers to decide the appropriate incentives to give their employees. Small business owners must have the flexibility to compensate their employees as they see fit. This is a freedom that has allowed for the continued success of small business in the United States.

Mandatory expensing of stock options is a serious mistake. The FASB's proposal needs to be shelved if small businesses are going to continue to be the main employer and engine of the economy!

Your immediate action on this issue is greatly appreciated.

Sincerely,



Dean Voiss