Letter of Comment No: 5592 File Reference: 1102-100

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Dave Rasmussen@amat.com

From: Sent:

Wednesday, June 30, 2004 11:22 AM

To:

Director - FASB

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

I am writing to express my opposition to changing the accounting treatment for stock options and Employee Stock Purchase Plans (ESPPs). This has been a very valuable tool for my company in recruiting and retaining the best talent in our industry. I personally have earmarked these options as a source for funding part of my kids' college educations. I don't see how it would be possible to put a fair valuation on these options for accounting purposes, and the change would almost certainly put an end to our future options.

Thank you, Dave Rasmussen