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From: Crystal Patterson [pattecr@sierrahealth/com.capwiz.com Thursday, June 10, 2004 2:48 PM

Letter of Comment No: 4073 File Reference: 1102-100

Sent:

Director - FASB To:

Subject: Share-Based Payment Exposure Draft

Crystal Patterson P.O. Box 97422 Las Vegas, Nevada 89193

June 10, 2004

Ms. Suzanne Bielstein Financial Accounting Standards Board 401 Merrit 7 Norwalk, CT 06856-5116

Dear Ms. Bielstein:

Share-Based Payment Exposure Draft

I work for a company that allows employees to purchase my employer's stock at a discount through an Employee Stock Purchase Plan (ESPP). understand that the Financial Accounting Standards Board (FASB) has proposed a change to accounting standards that would require my company to count this discount as an expense against its earnings (Share-Based Payment exposure draft). I respectfully request that you reconsider this proposal and not require expensing of the discount allowed in ESPPs.

I am concerned that required expensing of the discount in the ESPP may make this valuable benefit plan less attractive to my employer, potentially causing my employer to either discontinue the plan, or reduce or eliminate the current discount. If the discount is greatly reduced or eliminated, buying company stock through the ESPP would no longer be much of a benefit. Unlike benefits aimed only at high-paid executives, this is a valuable benefit for employees across the company.

The ESPP is a very important benefit to me. Being able to participate in an ESPP has enabled me to invest in my financial future and experience a sense of ownership in my company. This benefit helped attract me to and serves as an incentive for me to remain with my employer. I could even say I continuously strive to perform to the best of my ability because I am an owner of the company.

(employed by Sierra Health Services) - I know from personal experience that the ESPP has helped myself as well as others obtain things that they need, NOT Want - but actually need. When I attended college I wasn't eligible for grants so I participated in the ESPP and was able to pay cash for my college education. I also used the ESPP to pay off bills that I accrued during college and was able to purchase a home, with a substantial amount of money down. Had it not been for ESPP I would have not been able to help two friends that were laid-off when 9/11 occured. I had saved alot of the money from my stock sales and my friends were in need (both single mothers with children) and it made it possible for me to assist them for several months until they were able to get back on their feet. I had a friend that was out of work because she was a high risk pregnancy and was able to assist her until she was able to return to work. I don't have children but would love for someone to help me if I were in that situation and if they had additional money in their accounts from their ESPP I m sure that they would return the favor. That may not mean alot to you but to mean it means the world.

Millions of workers like me in companies across the country are able to purchase their employer's stock through ESPPs. This builds company loyalty and helps to promote high standards of work when employees have a sense of ownership.

I strongly urge FASB to consider the negative impact the proposed rule would have on the nearly 16 million workers like me and eliminate the expensing requirement for ESPP discounts in the final rule.

CC: SEC, Chairman, William Donaldson SEC, Chief Accountant, Donald Nicolaisen Employee Ownership Coalition (eoc@vennstrategies.com)

Sincerely,

Crystal Patterson