

Letter of Comment No: 29 File Reference: 1082-300 Date Received: 1110 12

November 10, 2003

Financial Accounting Standards Board TA & I Director 401 Merritt 7 P.O. Box 5116 Norwalk, CT 06856-51

Re: File Reference Number 1082-300

Dear Sirs:

I am President and CEO of PostNet International Franchise Corporation and have been extensively involved in the franchise industry for over 20 years. It is my belief that FIN 46 will inadvertently and unintentionally affects franchise companies in a manner that could be interpreted as requiring franchisors to consolidate into their financial statements the financial statements of their franchisees (which are owned and operated independently, with franchisee-operators bearing the risk/reward).

While the targets of FIN 46 are entities formerly known as special purpose entities (SPE), by defining variable interest entities (VIE) by the amount and characteristics of their equity, FIN 46 will affect the franchise community in a dramatic fashion.

Ultimately, if FIN 46 is implemented on December 15, 2003 in its current form, it will have a chilling effect on franchise expansion, thereby denying entrepreneurs the ability to own their own businesses.

Sincerely,

Steven J. Greenbaum President and CEO

