

From: david.zan@jdsu.com
Sent: Monday, May 17, 2004 8:19 AM
To: Director - FASB
Subject: File Reference No. 1102-100, Comment on FASB Stock Option Proposal



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Dear Mr. Robert Herz:

I am writing in reference to FASB's invitation to comment on its exposure draft, "Share-Based Payment," an amendment of Statements No. 123 and 95. As head of a middle class family in a difficult economy who is trying to put a son through college and save for my daughter's future college, my employee stock purchase plan and stock options which are granted by my company are of extreme importance to me financially. Due to the market down turn, I have not received a pay increase while the cost of living continues to climb. And as my company continues to cut costs and send work overseas, the risk of unemployment is a very real possibility. These two benefits (espp and stock options) are my only means of keeping my head above water financially and enable me to generate a source of future income should I be unemployed or should an unforeseen crisis occur. Please Reconsider any plans to modify the espp & stock options that would eliminate the financial safety net that I and many others in my position rely on to have some sense of financial stability for our families and our future. Your consideration is greatly appreciated.

Sincerely,

David Zan
1240 Cabin Road
Hatfield, PA 19440