January 5, 2010

Mr. Russell G. Golden Technical Director FASB 401 Merritt 7 P.O. Box 5116 Norwalk, CT 06856-5116

By e-mail to: director@fasb.org

Re: Proposed Accounting Standards Update to Topic 810, Amendments to Statement 167 for Certain Investment Funds (File Ref No. 1750-100)

Dear Mr. Golden,

Morgan Stanley appreciates the opportunity to provide comments in response to the proposed FASB Accounting Standard Update 810, Amendments to Statement 167 for Certain Investment Funds (the "ASU"). We support the Financial Accounting Standards Board's (the "Board") decision to issue the proposed ASU to defer the application of FAS 167 for certain investment funds. The deferral of this ASU combined with the objective of a coordinated approach to developing a consolidation framework with the IASB that would be applicable to these entities would bring us a step closer toward a converged consolidation standard. To that end, we support the prompt issuance of the final ASU.

Morgan Stanley participated in the development of the comment letter from SIFMA's Asset Management Group and we support the comments in that letter.

Again, we thank you for the opportunity to provide comments and we urge the Board to proceed with the final issuance of the ASU. Please contact me at 212-276-7716 with any questions or comments.

Sincerely,

/s/ Gregory Sigrist Managing Director Global Accounting Standards and Control