

From: kempaj@yahoo.com
Sent: Tuesday, June 01, 2004 8:19 PM
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. I would like to express my concern as an employee of a publicly traded company, a shareholder of that company, and as an American citizen that the proposed rules to expense ESPP and stock options will harm hundreds of thousands of workers in this country from compensation essential in today's economy to provide an acceptable quality of life to employees and their families.

It is my firm belief that stock option and ESPP plans, when issued by a business that follow GAAP practices, are a safe, moral, and ethical tool that motivates employees to see the company succeed.

Stock option and ESPP plans give incentive for employees to be more productive, and have a genuine interest in seeing their employer succeed. I say this not as a director, vice president, or even manager, but as an engineer who provides service to customers using my company's product. A large part of my motivation for seeing our customers succeed IS personal -- because I know that winning an account means a better bottom line, a better EPS, and ultimately, long-term benefits for myself, a common employee, that I might one day send my future children to a good university, have a comfortable retirement, etc. The benefits are not for me, either; the better my employer's stock does, the more I contribute to society in tax payments when I choose to exercise those ESPP or stock option benefits.

I hope that you take this input, as well as that of other employee shareholders into account when making your decision with the understanding that ESPP and stock option benefits are not just for employees -- they have a profound affect on our entire economy and health of the nation.

Sincerely,

Jesse Kempa
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