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Elizabeth Murphy Securities and Exchange Council 100 F Street, NE Washington, DC 20549-1090

Dear Ms. Murphy-

If the shareholder proxy access rule is changed, the effect will trickle down to those who have stocks and hold shares in corporations, not to mention the negative effect it will have on many small businesses. We are against any changes, and respectfully ask that this intent be carefully scrutinized. I have learned not to be so anxious when stock prices begin to fall because you never know when it could pick up again, but this change sounds like it could hurt our economy indefinitely.

The real estate market has been hit hard in the recent past, and it has caused our business to take quite a hit. My husband is an architect and designs homes, but there are currently too many foreclosures, and banks are not offering loans. People seem to be immovable at the moment. Since 1978, he has run this small business by himself and been successful, but this past year he has not even had people coming to him for quotes on the new constructions that they desire. Americans are just afraid to, or cannot afford to build right now. Unfortunately, we have been dipping into our savings. If things do not change soon, we will need to withdraw from our retirement fund also. Changes to the proxy rule will not make this economy stronger.

The only way for the economy to get moving again is for businesses to start offering the services that they once did, for people to get jobs that they do not have now, and most of all for the government to stay out of the affairs of corporations. Being most familiar with the real estate field, it may be difficult for my husband to learn a new trade and start all over again. He is certainly not seeking a new career at this point in time; we just want enough to retire on. It is very important to the continued success of our country that the shareholder proxy access rule not be changed.

Thank you for your service,

Elaine Kernodle