Ms. Murphy,

My name is Ed Sneed, Jr. I have been investing in equities since 1957. I have been a financial advisor for 34 1/2 years.

The biggest problem in our industry is controlling client behavior. I wish you and Senator Dodd and the other regulators and policy makers could have been in the shoes of the financial advisors in my office, sitting at our desks on Friday Oct 8, 2008. It makes me, Ed Sneed, Jr. understand how the Japanese must have felt when General Curtis Lemay was dropping the fire bombs on Tokyo during WWII.

On Oct 10, 2008, in my opinion capitulation day, we had 70 incoming calls to our little office of which 68 of them were frantically yelling" Get me out." We had 2 that called in to buy, one of which I told"This will be your last opportunity to buy Exxon at this ridiculously low price." He did buy.

In this bloody, gory week that culminated on Oct 10, 2008 we held the line. We prevented 99% of the panicked clients from selling on the bottom.

Ms. Murphy, what do you think this service is worth? I would like to know what Senator Dodd thinks this service and advice is worth? We saved our clients financial security. Let me repeat: We saved our clients financial security. The majority of the public buys on tops and sells on bottoms. Many times they watch CNBC which basically spews negative news to sell advertising.

You may tell me that A shares over a long period of time are cheaper or better than C shares.

Ms Murphy, let me give an example of Franklin Income C share vs the no cost S and P 500 index from 1/1/00 to 10/15/10.

During this time period there were 2 bear markets. The Oct 2008 thru March 2009, by many is considered to be worse than the crash of 1929.

$100,000 invested in FRANKLIN INCOME C
with reinvested dividends and cap gains and after all costs and expenses

ENDING VALUE $218,512.00

The symbol of cheap, cheap, cheap, cheap, cheap -The S and P 500 INDEX
$100,000.00
ENDING VALUE $117,382.00.

Ms. Murphy, which one would you have rather owned during that time period?

If you have any questions about this, please call me. I will be glad to talk with you or any policy maker. My toll free number is 877-905-0050.

We saved 100`s of clients from the panic beginning Sept 2008 through March 2009.

As an office, after paying expenses, we lost money during that time period. My partner, Kathy Ellis and I did not take pay checks. Our concern was to take care of our clients and control their behavior.

As a closing remark, as a person who has invested in equiies for 53 years, I think this suggestion to change the 12B1`s is the biggest blow to the investor and to the high quality blue chip advisor. Let me give another example:

We recommended an overweight in energy in the summer of 2003. Our equity research department made that recommendation. Our mutual fund research analyst had a highly recommended rating on Invesco Aim Energy Fund. We built huge client wealth thru this investment. It is not the cheapest fund, but in our opinion was one of the best in that sector and it exceeded our expectations.

John Segner, who at that time was the portfolio manager later left the fund and our mutual fund research department changed their rating on the fund due to his departure. Being invested in C shares allowed the client the liquidity to move to another energy fund. What if that client had been in an A share and just paid an upfront sales charge a couple of years before and they still needed to have exposure to an energy fund?

C shares liquidity
C shares the ability to rebalance.
C shares diversification.
The number 1 rule of investing per Sir John Templeton is diversification.

I appreciate this opportunity to share my thoughts on the proposal. While I support efforts to improve disclosure of marketing and service fees and ongoing sales charges, I urge the SEC to reconsider its ill advised efforts to cap sales charges and encourage retail price competition.

Sincerely,

Ed Sneed, Jr
Financial Advisor