
From: James Noble [mailto:James.Noble@smcterminus.com]

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To: Comments

Subject: Comment on Proposed Funding Rules for B/D

Broker/Dealers are divided into two main groups: large firms (with more than 150 registered representatives) and small firms (with less than 150 registered representatives). We, with only 4 registered reps, are one of the smallest of the small firms. We don't even have any customers, customer accounts or inventory investments that are subject to haircuts. We have a difficult time keeping up with all the rules and regulations required for the small firms because many of the rules are not germane to us because of our size. Nonetheless, we have to incorporate all the FINRA and MSRB rules into our own Written Procedures Manual along with all the larger firms.

Along with keeping up with the many regulations and procedures, the costs of maintaining compliance seem to increase every year. Even though we have only been in existence for three years, each year the regulators (FINRA, MSRB, SIPC, to name a few) seem to be able to create or increase another fee. It's one thing for firms with capitalizations in the multi-millions to be able to pay for the proposed increase in fees and assessments that PCAOB is proposing, but it is a sacrifice for a really small firm our size to have to come up with any additional assessments.

There is a growing feeling among us really small firms that FINRA and the other regulatory agencies are trying to eliminate us in favor of the few mega firms by 'fee-ing' and regulating us out of the market.

In conclusion, if the PCAOB wants to assess the larger firms for the accounting support fee, go for it. But, please, continue to leave us firms with less than \$5 million in net capital out of the equation. Then, we might be able to grow into one of the larger firms and gladly pay our fair share.

James W. Noble, CPA

CFO, Terminus Securities, LLC

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