



MANAGED FUNDS ASSOCIATION

VIA E-MAIL & U.S. MAIL

August 8, 2006

Andrew Donohue
Director
Division of Investment Management
Securities and Exchange Commission
100 F Street, NE
Washington, D.C. 20549-1090

Re: ABA Section of Business Law — Letter Re: Interpretative Issues Raised
by *Goldstein v. Securities and Exchange Commission*

Dear Mr. Donohue:

Managed Funds Association (“MFA”) is the only U.S.-based global membership organization dedicated to serving the needs of those professionals throughout the world who specialize in the alternative investment industry, including hedge funds, commodity pool operators, funds of funds and managed futures funds. MFA’s over 1,000 members include professionals from the majority of the 50 largest hedge funds, which manage a significant portion of the estimated \$1.5 trillion in assets under management currently invested with hedge funds.

The MFA is writing to express its full support for the initiative embodied in the above-referenced letter of Subcommittee on Private Investment Entities of the ABA Section of Business Law dated July 31, 2006 (the “ABA Letter”). In particular, MFA urges the staff of the Securities and Exchange Commission (the “SEC”) to take the actions requested in that letter — consistent with the “Testimony Concerning the Regulation of Hedge Funds” by SEC Chairman Christopher Cox before the U.S. Senate Committee on Banking, Housing and Urban Affairs on July 25, 2006 — necessary to provide urgently needed relief for numerous members of our constituency.

Granting expeditiously the relief requested in the ABA letter will provide regulatory certainty which will enable investment advisors to plan and execute their business transactions in a reasonable, predictable manner.

The brevity of this letter is, we hope, consistent both with the urgency of its purpose and with the significance of the ABA Letter.

We are most grateful for your consideration in reviewing this. Please let me know if you have any questions.

Sincerely yours,

/s/ John G. Gaine

John G. Gaine
President