

Jeffrey Welch  
Vice President  
Peoples Bank  
138 Putnam St  
Marietta, OH 45750-2923

May 25, 2006

Ronald A. Rosenfeld  
Chairman  
1625 Eye Street NW  
Washington, DC 20006

Dear Ronald Rosenfeld:

This rule will have a significant negative effect on Peoples Bancorp. It is my view that there are alternatives to taking the drastic action included in this rule. Certainly a gradual change in the payment of dividends would allow every entity involved to adapt and plan.

thank you for your consideration

Sincerely,

Jeffrey Welch, MBA, CPA  
740-374-6134  
Vice President  
Peoples Bank