

Patricia Albrecht
Assistant General Counsel

July 30, 2004

Tara Prigge
Attorney
Division of Market Regulation
Securities and Exchange Commission
450 Fifth Street, N.W.
Washington, D.C. 20549-1001

Re: **File No. SR-NASD-2004-111**
Amendments to Supervisory Control and Inspection Procedures Rules

Dear Ms Prigge:

Please be advised that the National Association of Securities Dealers, Inc. ("NASD") hereby withdraws the above-captioned rule filing. Please feel free to contact me at (202) 728-8026 if you have any questions.

Sincerely,

Patricia Albrecht

cc: Katherine A. England, Assistant Director
Securities and Exchange Commission
Division of Market Regulation