Office of the Secretary

UNITED STATES OF AMERICA FEDERAL TRADE COMMISSION

WASHINGTON, D.C. 20580

June 1, 2011

Sherry Koch State of California

Re: Legacy Learning Systems, Inc., File No. 102 3055, Docket No. C-4323

Dear Ms. Koch:

Thank you for commenting on the Federal Trade Commission's proposed consent agreement in the above-referenced proceeding. The Commission has placed your comment on the public record pursuant to Rule 4.9(b)(6)(ii) of the Commission's Rules of Practice, 16 C.F.R. § 4.9(b)(6)(ii), and has given it serious consideration.

Your comment indicates your belief that the FTC will expend excessive resources to review the monthly affiliate monitoring reports that the Respondents must complete. The Commission believes that requiring such monitoring reports is necessary and important to ensure compliance with the Order and that it will not result in the excessive use of Commission resources.

After considering your comment, the Commission has determined that the public interest would best be served by issuing the Decision and Order in final form without modification. The final Decision and Order and other relevant materials are available from the Commission's website at http://www.ftc.gov.

Thank you again for your comment. The Commission is aided in its analysis by hearing from a variety of sources, and we appreciate your interest in this matter.

By direction of the Commission.

Donald S. Clark Secretary