

Satisfy Your CLE Requirements!

Practising Law Institute®

**pli**  
news  
Vol. 44, No. 58, May 14, 2007

# *Tax Planning for* **Domestic & Foreign Partnerships, LLCs, Joint Ventures & Other Strategic Alliances 2007**

- Review basic concepts then tackle more complex issues
- The benefits and detriments of choosing the partnership form
- Review of pending regulatory proposals
- Partnership mergers, divisions and terminations under the final regulations
- Update on tax shelters, recent tax shelter cases and legislation, and ethical considerations
- Luncheon session on partnership and LLC compensatory and noncompensatory interests including options, featuring a government panelist
- Inside tax counsel on forming and operating a joint venture
- Interesting partnership transactions of the past year, current hot topics, and "Q&A" continental breakfast

**Chicago, May 17-18, 2007**

**New York City, May 31-June 1, 2007**

**San Francisco, June 14-15, 2007**

**Register Online at [www.pli.edu](http://www.pli.edu) or Call (800) 260-4PLI**

# Tax Planning for Domestic & Foreign Partnerships, LLCs, Joint Ventures & Other Strategic Alliances 2007

Chicago, May 17-18, 2007 • New York City, May 31-June 1, 2007  
San Francisco, June 14-15, 2007

## WHY YOU SHOULD ATTEND

Throughout the 1990s, the takeover dominated the world of corporate finance. It no longer stands alone. Rather, the defining deal for this decade and beyond may well be the alliance, the joint venture, the partnership.

Few days go by when *The Wall Street Journal* doesn't contain an announcement involving a joint venture or strategic alliance among companies. Examples during the last year or so include:

- DuPont Co. and BP PLC announcing the formation of a partnership to make and market the first significant competing product to ethanol, the booming corn-derived fuel made in the US farm belt.
- Google, for whom "partnerships had not been a core part of... running the company," teaming up with Intuit to enable small-business owners to manage Google ad campaigns, partnering with eBay to offer "click-to-call" ads that connect on-line shoppers to sellers, and joining with MySpace to supply the social network's search and advertising.
- Boeing Co. and VSMPO-Avisma, Russia's titanium monopoly, sealing a 50/50 joint venture to supply some \$18 billion worth of parts for Boeing's next generation passenger aircraft, the 787 Dreamliner.
- Demonstrating that media companies and software companies are better allies in some areas than others, NBC Universal and Microsoft Corp. announcing the unwinding of their 10-year-old partnership in the MSNBC cable network.
- After years of looking for a way into India's fast-growing but highly protected retail market, Wal-Mart Stores, Inc. announcing a joint venture with Bharti Enterprises, Ltd., owner of one of India's biggest cell phone networks, to open a yet-to-be-named store chain in India.
- Morgan Stanley's Real Estate Group, through one of its eight funds that invest in overseas and domestic real estate, forming a real-estate venture with Duke Energy Corp.'s commercial and residential real-estate development business.
- Hewlett-Packard Company and Eastman Kodak Company announcing the pulling of the plug on their three-year old joint venture to develop digital photo-finishing machines for retail stores, a 50-50 joint venture that was to have developed a less expensive retail alternative for photographers who want to turn their digital images into prints.
- Real-estate investment trusts, such as ProLogis, a big industrial REIT based in Denver, increasing their use of joint ventures to access the private-equity sector of the capital markets as a way to grow and get bigger fees without giving up total control.
- At least nine energy companies, including Buckeye GP Holdings LP and Atlas Pipeline Holdings LP, listing their initial public offerings in the US using a limited-liability or a limited-partnership structure.

Joint ventures between large companies or with start up or other smaller companies are now an everyday occurrence. Partnerships have long been the tried and true format for the holding and operation of real estate, and, since the 1981 Act, for the conduct of closely-held business operations. Further, the increase in the number of joint ventures to develop large-scale projects and innovative concepts, the rise of the limited liability company, the promulgation of the final Check-the-Box regulations, and the increasing use of hybrids that have fueled an explosion of tax planning opportunities have led many companies, both large and small, to focus on the partnership form or the LLC form for structuring subsidiary operations and foreign operations. More than ever before, corporate tax executives find they must advise senior management, and outside counsel find they must advise their clients, on the opportunities and pitfalls of structuring joint ventures and investments as partnerships or LLCs under Subchapter K of the Internal Revenue Code.

This two day seminar will trace the partnership tax rules from the birth of the partnership through its operating life, with emphasis on tax issues and planning strategies and opportunities, and then, since for one reason or another such ventures frequently unwind either before or after satisfying their purpose, will focus on exit strategies and tax planning possibilities in unwinding. Some of the sessions on the first day are intended to serve as a review of basics.

Special attention will also be given to planning under recently finalized sets of regulations and proposed regulations and to changes wrought by recent legislation and legislative proposals. Speakers from Treasury and the IRS will be joining a number of the more advanced panels in order to discuss cutting-edge issues. This will include a panel on anti-abuse rules, tax shelters, recent tax shelter cases and legislation, attorney-client privilege and related matters. Finally, the entire afternoon of the second day will be committed to international joint venture tax planning including the use of hybrids and, therefore, is intended to be quite advanced.

**Reserve your place today, call (800) 260-4PLI.**



## WHAT YOU WILL LEARN & SPECIAL FEATURES

- The benefits and detriments of choosing the partnership form
- Avoiding the partnership form for certain strategic alliances
- Effects of the final Check-the-Box regulations
- Formation issues, including joint ventures of operating businesses
- Special partnership tax accounting rules
- Inside and outside partnership basis rules
- Determinations of partner distributive shares and the effect of liabilities
- Luncheon session on partnership and LLC compensatory and noncompensatory interests including options, featuring a government panelist
- Transactions between the partnership and partners, including exit strategies
- Dispositions of partnership interests
- Nonliquidating and liquidating partnership distributions
- Partnership terminations under the final regulations
- The effects of the final partnership anti-abuse regulations on planning
- Update on tax shelters, recent tax shelter cases and legislation, attorney-client privilege and work-product doctrine, ethical considerations
- Interesting partnership transactions of the past year, current hot topics, and “questions and answers” continental breakfast
- Section 754 election and special basis adjustments including effects of 2004 Jobs Act amendments
- Partnership mergers and divisions under the final regulations
- Analysis and use of single-owner LLCs in corporate acquisitions and otherwise
- Utilizing limited liability companies in a consolidated return context
- Structuring Private Equity Funds
- Inside tax counsel on forming and operating a joint venture
- Luncheon session featuring a government speaker on key partnership issues
- International joint venture issues and planning – outbound and inbound, including government panelists
- International check-the-box planning, including government panelists
- Effects of 2004 Jobs Act and other recent or proposed tax legislation
- Pending regulatory proposals

The faculty will consist of both inside and outside tax counsel with special expertise in the transactional aspects of structuring partnerships, joint ventures and other strategic alliances, both domestic and foreign. For some of the more advanced topics, the faculty will be joined by panelists from IRS and Treasury. Many of the faculty have significant teaching experience and will adopt an approach designed to enable attendees to progress rapidly from an elementary understanding of the rules to the cutting-edge of the most complex of current transactional issues.

## SPECIAL BONUSES FOR ALL ATTENDEES!

Attendees will receive a complimentary copy of the 17-Volume Course Handbook on CD-ROM at the program. A second complimentary, fully searchable CD-ROM will be shipped to attendees in the Fall of 2007 (*NOTE: Approximately 10 out of 178 Chapters will not be included on the CD-ROMs*). Attendees will also receive a single Conference Book containing speaker outlines and PowerPoint slides for reference at the program.

**PLEASE NOTE:** The Program Fee does not include the soft-bound 17-Volume Course Handbook. Program Attendees may purchase the book at a Special Discounted Price. A limited supply of Course Handbooks will be available for purchase. Course Handbooks must be ordered by June 29, 2007. See *Registration/Order Form* for details.

## PLI'S GUARANTEE

It's simple. If you're not completely satisfied with the return on your investment from any PLI program, your money will be refunded in full.

## OTHER RELEVANT PRODUCTS FROM PLI

### Course Handbook

**Tax Planning for Domestic & Foreign Partnerships, LLCs, Joint Ventures, & Other Strategic Alliances 2007.** *This 17-volume Course Handbook will be available for a special attendee discount price of \$595. A limited supply of Course Handbooks will be available for purchase and must be ordered by June 29, 2007.*

### Treatises

#### Langer on Practical International Tax Planning, Fourth Edition

**Denis A. Kleinfeld** (*The Kleinfeld Law Firm, Miami*),  
**Marshall J. Langer** (*Attorney at Law, Miami*) and  
**Edward J. Smith** (*Attorney at Law, New York City*)

The only complete guide to every tax haven and offshore financial center worldwide, **Langer on Practical International Tax Planning** gives you the latest and most detailed information on the legal, tax, business, financial, social, political, technological, geographic, and regional factors you must consider when developing tax-advantaged plans for clients.

*2 looseleaf volumes, 1,690 pages, \$350 (Revised annually or as needed: No charge for revision issued within 3 months of purchase)*

#### Tax and Estate Planning with Real Estate, Partnerships and LLCs

by **Jerome Ostrov** (*Friedlander Misler, Washington, D.C.*)

Topics covered in the treatise include: personal residence tax issues, choice of entity, partnership and LLC tax law, passive losses, REITs, distressed and awkwardly-held real estate, capital gains, tax-free exchanges, deductions and credits associated with constructing, leasing and improving real estate, charitable giving, exempt organizations, asset protection, general estate planning and estate planning valuations and discount issues (with the latter emphasizing family limited partnerships and LLC's).

*1 looseleaf volume, \$225 (Revised annually or as needed: No charge for revision issued within 3 months of purchase)*

### For more information on any treatise, including the Table of Contents, log on to [www.pli.edu](http://www.pli.edu)

*All treatises require prepayment and can be returned within 30 days for a full refund.*

For information on quantity order discounts, please contact PLI's Customer Relations Department at (800) 260-4PLI.

Program attendees save up to 50% on Books, Audio and Video Products.

# Faculty

## CO-CHAIRS:



**Louis S. Freeman**  
Skadden, Arps, Slate, Meagher &  
Flom LLP  
Chicago



**Clifford M. Warren**  
Managing Director of Tax,  
D.B. Zwirn & Co.  
New York City

## GOVERNMENT SPEAKERS:

### Eric Solomon

Assistant Secretary (Tax Policy)  
Department of the Treasury  
Washington, D.C.  
(New York City & San Francisco)

### Michael J. Desmond

Tax Legislative Counsel  
Department of the Treasury  
Washington, D.C.  
(Chicago)

### John L. Harrington

Acting International Tax Counsel  
Department of the Treasury  
Washington, D.C.  
(New York City)

### William P. Bowers

Senior Counsel (Tax Policy)  
Department of the Treasury  
Washington, D.C.  
(Chicago & New York City)

### Donald L. Korb

Chief Counsel  
Internal Revenue Service  
Washington, D.C.

### William P. O'Shea

Associate Chief Counsel  
(Passthroughs & Special Industries)  
Internal Revenue Service  
Washington, D.C.  
(Chicago)

### Steven A. Musher

Associate Chief Counsel  
(International)  
Internal Revenue Service  
Washington, D.C.  
(Chicago & San Francisco)

## CORPORATE TAX MANAGEMENT:

### Kenneth F. Barkoff

Senior Vice President and  
Director of Taxation  
AllianceBernstein  
Corporation  
New York City  
(New York City)

### Stephen Anthony Bonovich

Tax Counsel  
Intel Corporation  
Santa Clara

### Patrice H. Halbach

Vice President, Global Tax & Customs  
Cargill, Incorporated  
Wayzata, Minnesota  
(New York City)

### Linda A. Klang

Executive Director of State and Local Taxes  
Time Warner Inc.  
New York City  
(New York City)

### David C. Link

Senior Tax Counsel  
Cargill, Incorporated  
Wayzata, Minnesota  
(San Francisco)

### Eugene M. McCluskey

Senior Vice President Tax  
ProLogis  
Denver

### Jeff Shore

Senior Income Tax Counsel  
Intel Corporation  
Santa Clara  
(San Francisco)

## OUTSIDE COUNSEL:

### Sheldon I. Banoff

Katten Muchin Rosenman LLP  
Chicago  
(Chicago & New York City)

### Andrew N. Berg

Debevoise & Plimpton LLP  
New York City  
(New York City)

### Linda E. Carlisle

White & Case LLP  
Washington, D.C.

### Terence Floyd Cuff

Loeb & Loeb LLP  
Los Angeles  
(San Francisco)

### Julie A. Divola

Pillsbury Winthrop Shaw  
Pitman LLP  
San Francisco  
(San Francisco)

### Michael G. Frankel

Ernst & Young LLP  
Dallas  
(Chicago)

### Steven G. Frost

Chapman & Cutler LLP  
Chicago  
(Chicago)

### James P. Fuller

Fenwick & West LLP  
Mountain View  
(New York City & San Francisco)

### James C. Garahan

McDermott Will & Emery LLP  
Palo Alto  
(San Francisco)

### Kenneth W. Gideon

Skadden, Arps, Slate, Meagher & Flom LLP  
Washington, D.C.  
(Chicago)

### Armando Gomez

Skadden, Arps, Slate, Meagher & Flom LLP  
Washington, D.C.  
(New York City)

### Hal Hicks

Skadden, Arps, Slate, Meagher & Flom LLP  
Washington, D.C.  
(Chicago)

### Michael Hirschfeld

Dechert LLP  
New York City  
(New York City)

### Richard M. Lipton

Baker & McKenzie LLP  
Chicago

### William S. McKee

McKee Nelson LLP  
Washington, D.C.  
(New York City)

### William F. Nelson

McKee Nelson LLP  
Washington, D.C.  
(New York City)

### Paul W. Oosterhuis

Skadden, Arps, Slate, Meagher & Flom LLP  
Washington, D.C.  
(New York City & San Francisco)

### Stephen L. Owen

DLA Piper US LLP  
Baltimore  
(San Francisco)

### Philip F. Postlewaite

Professor  
Northwestern University  
Chicago  
(Chicago)

### Sanford C. Present

DLA Piper US LLP  
Los Angeles  
(New York City)

### Kevin Richards

Ernst & Young LLP  
Houston  
(San Francisco)

### Donald E. Rocap

Kirkland & Ellis LLP  
Chicago  
(New York City)

### Stephen D. Rose

Munger, Tolles & Olson LLP  
Los Angeles  
(Chicago & San Francisco)

### Stuart L. Rosow

Proskauer Rose LLP  
New York City

### Blake D. Rubin

Arnold & Porter LLP  
Washington, D.C.  
(Chicago & San Francisco)

### Robert D. Schachat

Ernst & Young LLP  
Washington, D.C.  
(San Francisco)

### Bahar A. Schippel

Snell & Willmer L.L.P.  
Phoenix  
(San Francisco)

### David H. Schnabel

Debevoise & Plimpton LLP  
New York City  
(Chicago)

### Mark J. Silverman

Stephoe & Johnson LLP  
Washington, D.C.  
(Chicago & San Francisco)

### Eric B. Sloan

Deloitte Tax LLP  
New York City and  
Washington, D.C.

### James B. Sowell

Deloitte Tax LLP  
Washington, D.C.

### Lewis R. Steinberg

Managing Director  
Global Head Strategic Solutions  
Group  
UBS Securities LLC  
New York City

### Steven M. Surdell

Ernst & Young LLP  
Chicago  
(Chicago)

### Linda Z. Swartz

Cadwalader, Wickersham & Taft  
LLP  
New York City  
(New York City)

### Willard B. Taylor

Sullivan & Cromwell LLP  
New York City  
(New York City)

### Keith E. Villmow

Kirkland & Ellis LLP  
Chicago  
(San Francisco)

### William P. Wasserman

Ernst & Young LLP  
Los Angeles  
(San Francisco)

### William R. Welke

Kirkland & Ellis LLP  
Chicago  
(Chicago)

### Andrea Macintosh Whiteway

Arnold & Porter LLP  
Washington, D.C.  
(New York City)

### B. John Williams, Jr.

Skadden, Arps, Slate, Meagher & Flom LLP  
Washington, D.C.  
(San Francisco)

### Robert R. Wootton

Sidley Austin LLP  
Northwestern University School  
of Law  
Chicago  
(Chicago)

### Lowell D. Yoder

McDermott Will & Emery LLP  
Chicago  
(Chicago)

### Lisa M. Zarlenga

Stephoe & Johnson LLP  
Washington, D.C.  
(New York City)

**Program Attorney:  
Stacey L. Greenblatt**

## ADDITIONAL COURSE HANDBOOK AUTHORS:\*

**Howard E. Abrams**  
Emory University School of Law  
Atlanta

**Alice G. Abreu**  
Temple University School of Law  
Philadelphia

**Jennifer H. Alexander**  
Deloitte Tax LLP  
Washington, D.C.

**Pinney L. Allen**  
Alston & Bird LLP  
Atlanta

**Alan I. Appel**  
Bryan Cave LLP  
New York City

**Lawrence M. Axelrod**  
Deloitte Tax LLP  
Washington, D.C.

**Roger J. Baneman**  
Shearman & Sterling LLP  
New York City

**David M. Benson**  
Ernst & Young LLP  
Washington, D.C.

**Robert S. Bernstein**  
Foley & Lardner LLP  
Jacksonville

**Rebecca Bertothy**  
Ernst & Young LLP  
Washington, D.C.

**Joseph E. Bender**  
Wildman, Harrold, Allen & Dixon, LLP  
Chicago

**Jean Marie Bertrand**  
Cadwalader, Wickersham & Taft LLP  
New York City

**Kenneth J. Betts**  
Skadden, Arps, Slate, Meagher & Flom LLP  
Los Angeles

**Cecile Beurrier**  
Debevoise & Plimpton LLP  
London

**Kimberly S. Blanchard**  
Weil, Gotshal & Manges LLP  
New York City

**Robert Blashek**  
O'Melveny & Myers LLP  
Los Angeles

**Peter H. Blessing**  
Shearman & Sterling LLP  
New York City

**Bradley T. Borden**  
Washburn University School of Law  
Topeka, Kansas

**William B. Brannan**  
Cravath, Swaine & Moore LLP  
New York City

**John C. Brouwer**  
Allen & Overy LLP  
Amsterdam, Netherlands

**Henry P. Bubel**  
Patterson, Belknap, Webb & Tyler LLP  
New York City

**Edward J. Buchholz**  
Thompson Coburn LLP  
St. Louis

**Timothy P. Burns**  
Pillsbury Winthrop Shaw Pittman LLP  
San Francisco

**Guillermo Canalejo**  
Uría & Menéndez  
Madrid

**Paul D. Carman**  
Chapman & Cutler LLP  
Chicago

**Elizabeth A. Case**  
PricewaterhouseCoopers LLP  
Washington, D.C.

**Robert R. Casey**  
Jones, Walker, Waechter, Poitevent, Carrère  
& Denègre, L.L.P.  
Baton Rouge

**William H. Caudill**  
Fulbright & Jaworski L.L.P.  
Houston

**Edouard Chapellier**  
Linklaters  
Paris, France

**Josephine C. Choy**  
Katten Muchin Rosenman LLP  
Los Angeles

**Charles H. Coffin**  
Senior Tax Director and Counsel  
General Electric Infrastructure, Energy  
Atlanta

**Adam Cohen**  
Holland & Hart LLP  
Denver

**Richard G. Cohen**  
Pillsbury Winthrop Shaw Pittman LLP  
New York City

**Steven J. Cohen**  
Deloitte Tax LLP  
San Francisco

**Barbara Coulter**  
PricewaterhouseCoopers LLP  
Atlanta

**Thomas Crichton, IV**  
Vinson & Elkins L.L.P.  
Dallas

**Laurence E. Crouch**  
Shearman & Sterling LLP  
Menlo Park

**Daniel F. Cullen**  
Baker & McKenzie LLP  
Chicago

**Jasper L. Cummings**  
Alston & Bird LLP  
Raleigh

**Stephen C. Curley**  
Mintz, Levin, Cohn, Ferris, Glovsky and  
Popeo P.C.  
New York City

**J. William Dantzier, Jr.**  
White & Case LLP  
New York City

**Jill E. Darrow**  
Katten Muchin Rosenman LLP  
New York City

**Naftali Z. Dembitzer**  
DLA Piper US LLP  
New York City

**Philippe Derouin**  
Linklaters  
Paris, France

**Timothy J. Devetski**  
Vinson & Elkins L.L.P.  
Houston

**Samuel J. Dimon**  
Davis Polk & Wardwell  
New York City

**Steven R. Dixon**  
Baker & McKenzie LLP  
Chicago

**Michael T. Donovan**  
Baker & McKenzie LLP  
Chicago

**Andrew J. Dubroff**  
Ernst & Young LLP  
Washington, D.C.

**Brian M. Duncan**  
Skadden, Arps, Slate, Meagher & Flom LLP  
Washington, D.C.

**Daniel M. Dunn**  
Dechert LLP  
New York City

**Bruce P. Ely**  
Bradley Arant Rose & White LLP  
Birmingham

**Jeffrey A. Erickson**  
Ernst & Young LLP  
Washington, D.C.

**Sheri L. Everson**  
Tax Director  
GE Healthcare Financial Services  
Chicago

**Stephen L. Feldman**  
Morrison & Foerster LLP  
New York City

**Jon G. Finkelstein**  
Arnold & Porter LLP  
Washington, D.C.

**Jonathan I. Forrest**  
Deloitte Tax LLP  
Washington, D.C.

**David L. Forst**  
Fenwick & West LLP  
Mountain View

**Lynn E. Fowler**  
Kilpatrick Stockton LLP  
Atlanta

**Marc M. Frediani**  
Deloitte Tax LLP  
McLean, Virginia

**Peter A. Furci**  
Debevoise & Plimpton LLP  
New York City

**Gregory W. Gallagher**  
Kirkland & Ellis LLP  
Chicago

**Patrick C. Gallagher**  
Kirkland & Ellis LLP  
New York City

**Ryan Thomas Gardner**  
Nelson, Mullins Riley & Scarborough LLP  
Columbia, South Carolina

**Craig A. Gerson**  
PricewaterhouseCoopers LLP  
Washington, D.C.

**David B. Goldman**  
Munger, Tolles & Olson LLP  
Los Angeles

**Todd D. Golub**  
Baker & McKenzie LLP  
Chicago

**Michael J. Grace**  
Buchanan Ingersoll P.C.  
Washington, D.C.

**Christopher R. Grissom**  
Bradley, Arant, Rose & White LLP  
Birmingham

**Nancy E. Hacker**  
Baker & McKenzie LLP  
Palo Alto

**Adam Handler**  
PricewaterhouseCoopers LLP  
Los Angeles

**Kristen Hazel**  
McDermott Will & Emery LLP  
Chicago

**Bobbe Hirsh**  
Bell, Boyd & Lloyd LLC  
Chicago

**Lori S. Hoberman**  
Fish & Richardson P.C.  
New York City

**Victor Hollender**  
Skadden, Arps, Slate, Meagher & Flom LLP  
New York City

**Robert E. Holo**  
Simpson Thacher & Bartlett LLP  
New York City

**Robert Honigman**  
Ernst & Young LLP  
Washington, D.C.

**Barksdale Hortenstine**  
Ernst & Young LLP  
Houston

**Paul J. Housey**  
Sonnenschein Nath & Rosenthal LLP  
New York City

**Robert F. Hudson, Jr.**  
Baker & McKenzie LLP  
Miami

**Gary R. Huffman**  
McKee Nelson LLP  
Washington, D.C.

**Peter J. Hunt**  
Pillsbury Winthrop Shaw Pittman LLP  
New York City

**Terrill A. Hyde**  
Wilmer Cutler Pickering Hale & Dorr LLP  
Washington, D.C.

**Richard D. Iannelli**  
Fluor Corporation  
Dallas

**Monte A. Jackel**  
McKee Nelson LLP  
Washington, D.C.

**Barbara T. Kaplan**  
Greenberg Traurig, LLP  
New York City

**Gary C. Karch**  
McDermott Will & Emery LLP  
Chicago

**Adele M. Karig**  
Debevoise & Plimpton LLP  
New York City

**Michael J.A. Karlin**  
Karlin & Co.  
Beverly Hills

**Sam K. Kaywood, Jr.**  
Alston & Bird LLP  
Atlanta

**Warren P. Kean**  
Kennedy Covington Lobdell Hickman, L.L.P.  
Charlotte

**Christian E. Kimball**  
Jenner & Block LLP  
Chicago

**Christopher S. Kippes**  
Vinson & Elkins L.L.P.  
Dallas

**Alan M. Klein**  
Simpson Thacher & Bartlett LLP  
New York City

**Steven E. Klig**  
Deloitte Tax LLP  
Washington, D.C.

**Brian Kniesly**  
Fried, Frank, Harris, Shriver & Jacobson LLP  
New York City

**Janet B. Korins**  
Proskauer Rose LLP  
New York City

**Moshe J. Kushman**  
Skadden, Arps, Slate, Meagher & Flom LLP  
Los Angeles

**Brian E. Ladin**  
Ernst & Young LLP  
Los Angeles

**Stephen B. Land**  
Linklaters  
New York City

**Matthew P. Larvick**  
Vedder, Price, Kaufman & Kammholz, P.C.  
Chicago

**Richard M. Leder**  
Chadbourne & Parke LLP  
New York City

**Alan S. Lederman**  
Akerman Centerfitt  
Miami

**Bryan W. Lee**  
DuBois, Bryant, Campbell & Schwartz, L.L.P.  
Austin

**Huey-Fun Lee**  
Debevoise & Plimpton LLP  
New York City

**Mark H. Leeds**  
Greenberg Traurig, LLP  
New York City

**Bruce N. Lemons**  
Olson Lemons PC  
Las Vegas

**David F. Levy**  
Skadden, Arps, Slate, Meagher & Flom LLP  
Chicago

**Nancy A. Lieberman**  
Skadden, Arps, Slate, Meagher & Flom LLP  
New York City

**Leslie H. Loffman**  
DLA Piper US LLP  
New York City

**James H. Lokey, Jr.**  
King & Spalding LLP  
Atlanta

**Olga A. Loy**  
Mayer, Brown, Rowe & Maw LLP  
Chicago

**James M. Lynch**  
Winston & Strawn LLP  
Chicago

**Prof. Elliott Manning**  
University of Miami School of Law  
Coral Gables, Florida

**Kimberly Tan Majure**  
Miller & Chevalier Chartered  
Washington, D.C.

**Gregory J. Marich**  
Ernst & Young LLP  
Washington, D.C.

**Barbara Spudis de Marigny**  
Oppenheimer, Blend, Harrison & Tate, Inc.  
San Antonio

**Jose G. Martinez**  
Uría & Menéndez  
New York City

**John R. Maxfield**  
Holland & Hart LLP  
Denver

**Gregory Evers May**  
Freshfields Bruckhaus Deringer LLP  
Washington, D.C.

**Scot McLean**  
Deloitte Tax LLP  
San Francisco

**Norbert Meister**  
Freshfields Bruckhaus Deringer LLP  
Frankfurt, Germany

**Carlene Y. Miller**  
Snell & Wilmer LLP  
Phoenix

**David A. Miller**  
Ernst & Young LLP  
Dallas

**Stephen G. Mills**  
Goodwin Procter  
New York City

**Glenn E. Mincey**  
Deloitte Tax LLP  
New York City

**Deirdre M. Mitacek**  
Farrell Fritz, P.C.  
Uniondale, New York

**Michael Mollerus**  
David Polk & Wardwell  
New York City

**Todd E. Molz**  
Munger, Tolles & Olsen LLP  
Los Angeles

**Jose E. Murillo**  
Ernst & Young LLP  
Washington, D.C.

**Faranak Naghavi**  
Ernst & Young LLP  
Washington, D.C.

**Aaron P. Nojar**  
Step toe & Johnson LLP  
Washington, D.C.

**Richard M. Nugent**  
Cadwalader Wickersham & Taft LLP  
New York City

**Margaret M. O'Connor**  
Ernst & Young LLP  
Washington, D.C.

**Sandra Favelukes O'Neill**  
Ropes & Gray LLP  
Boston

**Shane C. Orr**  
Jacobs, Chase, Frick, Kleinkopf & Kelley LLP  
Denver

**Edward C. Osterberg, Jr.**  
Vinson & Elkins L.L.P.  
Houston

**David S. Peck**  
Vinson & Elkins L.L.P.  
Dallas

**Barksdale Penick**  
Ernst & Young LLP  
Washington, D.C.

**M. Celeste Pickron**  
Sutherland Asbill & Brennan LLP  
Atlanta

**Timothy J. Pronley**  
Deloitte Tax LLP  
Milwaukee

**John D. Rayis**  
Skadden, Arps, Slate, Meagher & Flom LLP  
Chicago

**Margorie A. Rollinson**  
Ernst & Young LLP  
Washington, D.C.

**John J. Rooney**  
Deloitte Tax LLP  
Washington, D.C.

**Jeffrey I. Rosenberg**  
PricewaterhouseCoopers LLP  
Washington, D.C.

**Steven M. Rosenthal**  
Miller & Chevalier Chartered  
Washington, D.C.

**Jeanne F. Ross**  
Miller & Chevalier Chartered  
Washington, D.C.

**Jeffrey L. Rubinger**  
Holland & Knight LLP  
Fort Lauderdale

**Stanley C. Ruchelman**  
The Ruchelman Law Firm  
New York City

**Tim Sanders**  
Skadden, Arps, Slate, Meagher & Flom (UK)  
LLP  
London

**Timothy J. Santoli**  
Sonnenschein Nath & Rosenthal LLP  
New York City

**Robert Scarborough**  
Freshfields Bruckhaus Deringer LLP  
New York City

**Joel Scharfstein**  
Fried, Frank, Harris, Shriver & Jacobson LLP  
New York City

**John G. Schmalz**  
PricewaterhouseCoopers LLP  
Washington, D.C.

**Willys H. Schneider**  
Kaye Scholer LLP  
New York City

**Cornelia J. Schnyder**  
McKee Nelson LLP  
Washington, D.C.

**Marc L. Schultz**  
Snell & Wilmer L.L.P.  
Phoenix

**Joseph H. Selby**  
McDermott Will & Emery LLP  
Boston

**Eric B. Sensenbrenner**  
Skadden, Arps, Slate, Meagher & Flom LLP  
Washington, D.C.

**Elizabeth Pangel Serebransky**  
Debevoise & Plimpton LLP  
New York City

**Susan P. Serota**  
Pillsbury Winthrop Shaw Pittman LLP  
New York City

**Jeffrey T. Sheffield**  
Kirkland & Ellis LLP  
Chicago

**Judd A. Sher**  
Deloitte Tax LLP  
San Francisco

**Dean S. Shulman**  
Skadden, Arps, Slate, Meagher & Flom LLP  
New York City

**Gretchen T. Sierra**  
Attorney-Advisor  
Department of Treasury  
Washington, D.C.

**Kelly W. Smith**  
PricewaterhouseCoopers LLP  
Atlanta

**Scott D. Smith**  
Scott D. Smith, P.C.  
Washington, D.C.

**Samuel P. Starr**  
PricewaterhouseCoopers LLP  
Washington, D.C.

**David A. Stein**  
Withers Bergman LLP  
New York City

**Thomas M. Stephens**  
Sonnenschein Nath & Rosenthal LLP  
Chicago

**Avery I. Stok**  
Deloitte Tax LLP  
New York City

**Raj Tanden**  
Proskauer Rose LLP  
Los Angeles

**Alan J. Tarr**  
Loeb & Loeb LLP  
New York City

**T. Timothy Tuerff**  
Deloitte Tax LLP  
Washington, D.C.

**Robert S. Walton**  
Baker & McKenzie LLP  
Chicago

**Hershel Wein**  
Dewey Ballantine LLP  
New York City

**Andrea Macintosh Whiteway**  
Arnold & Porter LLP  
Washington, D.C.

**James P. Whitmire**  
Davis Graham & Stubbs LLP  
Denver

**Richard P. Wild**  
Dechert LLP  
Philadelphia

**Jerry S. Williford**  
Grant Thornton LLP  
Charlotte

**Mark Windfeld-Hansen**  
Heller Ehrman LLP  
Menlo Park

**Roger Wise**  
Kirkpatrick & Lockhart Preston Gates Ellis  
LLP  
Washington, D.C.

**Thomas S. Wisialowski**  
Paul, Hastings, Janofsky & Walker LLP  
Palo Alto

**Steven N. J. Wlodychak**  
Ernst & Young LLP  
Los Angeles

**Philip B. Wright**  
Bryan Cave LLP  
St. Louis

*\*These prominent experts, some of whom  
have been prior faculty members of  
PLI's Tax Planning program, are  
contributing to this year's Course  
Handbook.*

# Program Schedule

Please plan to arrive with enough time to register before the conference begins.  
A continental breakfast will be available upon your arrival.

## First Day 8:30 a.m. – 6:00 p.m.

*MORNING SESSION: 8:30 A.M. – 1:45 P.M.*

### 8:30 Partnership Basis Issues Including Allocating Liabilities Among Partners

Relevance of basis in partnership interest; equality of inside and outside basis; Sections 705 and 752; partnership interest distinguished from partner's capital account; effects of contributions; effects of liabilities; effects of *Peracchi*; effects of income and loss; effects of distributions; ordering and timing rules; allocation schemes for recourse and nonrecourse liabilities; final regulations for DRE's; contingent liabilities and "Son of Boss" regulations; recent Notices.

**CHI:** Michael G. Frankel  
**NYC:** William F. Nelson  
**SF:** Stephen L. Owen

### 9:15 Drafting Partnership Agreements for Substantial Economic Effect

Section 704(b); basic principles and relationship with Section 752; regulatory standards for allocations; substantial economic effect; deficit restoration obligations and other recourse assumptions; capital account maintenance; revaluations including proposed regulations; alternative test for economic effect; economic equivalence test; substantiality; PIP; nonrecourse deductions and minimum gain attributable to nonrecourse liabilities; minimum gain chargeback; partner nonrecourse debt; tiered partnerships; temporary and proposed regulations on "non-tax basis liabilities"; planning strategies.

**CHI:** David H. Schnabel  
**NYC:** Sanford C. Presant  
**SF:** Robert D. Schachat

10:15 Break

### 10:30 Practical Implications of Section 704(c) for Negotiating a Partnership Agreement

Book/tax disparities; statutory framework; mechanics of Section 704(c) and reverse Section 704(c) allocations; final and temporary regulations; the traditional method; ceiling limitation principles; traditional method with curative allocations; remedial allocation method; other reasonable allocation methods; anti-abuse principles; planning concepts; impact of proposed "Son of Boss" regulations; effect of 2004 Jobs Act amendments, including allocations with respect to built-in loss property.

**CHI:** Steven G. Frost  
**NYC:** Andrew N. Berg  
**SF:** Kevin Richards

### 11:15 Formation of Partnerships Including Joint Ventures of Operating Businesses

Contributions of property, rights to use property and services; planning for transfers of intangibles under Section 197 in light of the final regulations, start-up costs, and deductibility of liabilities; contingent liabilities and trade or business exception to regulations; introduction to taxable transfers; partnership accounting methods, periods and issues; planning strategies.

**CHI:** William R. Welke  
**NYC:** Donald E. Rocap  
**SF:** Keith E. Villmow

### 12:15 "Picnic Lunch" Program: Partnership and LLC Compensatory and Noncompensatory Interests Including Options

Capital interests; profits interests; restricted versus unrestricted, Section 83(b) election; options; warrants; equity appreciation rights; convertible debt; consequences to all parties; gray areas; recent IRS releases; proposed regulations dealing with noncompensatory options and similar interests; proposed regulations dealing with service partners; effects of 2004 Jobs Act amendments.

**CHI:** Sheldon I. Banoff, Philip F. Postlewaite, William P. Bowers (Senior Counsel, Department of the Treasury)  
**NYC:** Sheldon I. Banoff, Linda Z. Swartz, William P. Bowers (Senior Counsel, Department of the Treasury)  
**SF:** Julie A. Divola, Bahar A. Schippel, William P. O'Shea (Associate Chief Counsel, Internal Revenue Service)

*AFTERNOON SESSION: 2:00 P.M. – 6:00 P.M.*

### 2:00 Transactions Between Partner and Partnership – Sections 707, 704(c)(1)(B) and 737

Planning examples; statutory framework; payments to a partner other than in capacity as a partner; guaranteed payments; disguised sales; exit strategy planning techniques; theory of Section 707(a)(2) regulations; nonsimultaneous transfers; mixing bowl transactions; entrepreneurial risk situations; Times Mirror/Chandler I and II; leveraged partnerships; Arco/Arch Coal; contributions of encumbered property; new proposed Regulations on disguised sales of partnership interests; Section 737; combined impact of Section 737, Section 704(c)(1)(B), the disguised sale regulations, and the §1.701-2 anti-abuse rules; recent IRS Notices, FSAs and CCAs.

**CHI, NYC & SF:** Louis S. Freeman

### 3:00 Sale, Exchange or Other Disposition of Partnership Interests; Partnership Distributions; Partnership Termination

Sections 741 and 751; unrealized receivables; inventory items; effect of liabilities; current distributions; distributions in complete liquidation of partner interest; post-distribution consequences to distributee; distributions involving partnership ordinary income property; partnership terminations and consequences; the final Section 708 termination regulations including planning strategies; planning to avoid termination.

**CHI & SF:** Stephen D. Rose  
**NYC:** Michael Hirschfeld

4:00 Break

### 4:15 Adjustments to the Basis of Partnership Assets (Sections 734, 743 and 754) Including Effects of 2004 Jobs Act Amendments

Transfer of partnership interest; distribution of partnership assets; distribution to transferee-partner; effect of Section 1060; effect of Section 197 and the final regulations; planning opportunities and techniques involving making or not making the Section 754 election; final regulations under Section 755; effects of 2004 Jobs Act amendments including mandatory adjustments for built-in losses.

**CHI & NYC:** Stuart L. Rosow  
**SF:** Stuart L. Rosow, William P. Wasserman

### 5:15 Partnership Mergers and Divisions

Final regulations; forms of partnership mergers; Assets-Over Form; Assets-Up Form; Interest-Over Form; effects under Section 752; buyout of a partner; merger or division as part of a larger transaction; forms of divisions; consequences under Sections 704(c)(1)(B) and 737.

**CHI & SF:** Blake D. Rubin  
**NYC:** William S. McKee

**PLI is now wireless!** Courtroom Connect is powering a high-speed wireless network in our Conference Centers in New York and San Francisco. Stay in contact with your firm while you're at one of our PLI Conference Centers. For more information, visit [www.courtroomconnect.com](http://www.courtroomconnect.com)

## Second Day: 7:30 a.m. – 5:00 p.m.

MORNING SESSION: 7:30 A.M. – 2:00 P.M.

### 7:30 Interesting Partnership Transactions of the Past Year, Current Hot Topics and "Questions and Answers" Continental Breakfast

**CHI:** Linda E. Carlisle, James B. Sowell, Robert R. Wootton

**NYC:** Linda E. Carlisle, James B. Sowell, Andrea Macintosh Whiteway

**SF:** Linda E. Carlisle, Terence Floyd Cuff, James B. Sowell

### 8:45 Anti-Abuse Rules, Tax Shelters, Recent Tax Shelter Cases and Legislation, Attorney-Client Privilege, Work Product Doctrine and Ethical Considerations

The impact on partnership and other transactions of recent case law, 2004 Jobs Act amendments, and administrative developments relating to economic substance and tax shelters; the application of various regulatory anti-abuse rules; developing interpretations of the attorney-client privilege and work product doctrine; Circular 230.

**CHI:** Kenneth W. Gideon, Richard M. Lipton, Donald L. Korb (Chief Counsel, Internal Revenue Service)

**NYC:** Armando Gomez, Richard M. Lipton, Donald L. Korb (Chief Counsel, Internal Revenue Service)

**SF:** Richard M. Lipton, B. John Williams, Jr., Donald L. Korb (Chief Counsel, Internal Revenue Service)

10:15 Break

### 10:30 Thinking Outside the Box and Inside the Circle (or Triangle?): Use of LLCs in a Consolidated Return Context, in Corporate Acquisitions, in Structuring Private Equity Funds, and Otherwise

The emerging use of partnerships in the public space, such as the Public LLC (or Pubco) structure, public "private" equity funds, and the "Advisor IPO" structure; the interaction of the corporate reorganization rules with partnerships and disregarded entities; the use of LLCs in a consolidated return context; other strategies.

**CHI:** Eric B. Sloan, Lewis R. Steinberg, Mark J. Silverman

**NYC:** Eric B. Sloan, Lewis R. Steinberg, Lisa M. Zarlenga

**SF:** Eric B. Sloan, Mark J. Silverman, Lewis R. Steinberg

### 11:30 Practical Problems and Challenges in Forming and Operating a Joint Venture: A Panel of Inside Tax Counsel

**CHI:** Clifford M. Warren, Stephen Anthony Bonovich, Eugene M. McCluskey

**NYC:** Clifford M. Warren, Kenneth F. Barkoff, Patrice H. Halbach, Linda A. Klang

**SF:** Clifford M. Warren, David C. Link, Jeff Shore

### 12:30 Luncheon Program: Government Speaker

**CHI:** Michael J. Desmond (Tax Legislative Counsel, Department of the Treasury)

**NYC & SF:** Eric Solomon (Assistant Secretary [Tax Policy], Department of the Treasury)

AFTERNOON SESSION: 2:15 P.M. – 5:00 P.M.

### 2:15 International Joint Venture Issues – Outbound and Inbound General Joint Venture Tax Issues

– General review of benefits/detriments in using U.S. or foreign tax partnership vs. corporate structure in outbound/inbound joint ventures; covers formation, operation and termination of joint venture; foreign tax credit; tax treaty and Subpart F and withholding tax issues, problems with intangible property and multi-country joint ventures.

**"Check-the-Box" Planning** – Current planning techniques and issues under "Check-the-Box" regulations, including collateral consequences (e.g., branch accounting for foreign currency under Section 987, U.S. withholding tax regulations, conversion issues and impact on treaty entitlements); harmonization of foreign tax planning with these rules; planning opportunities with hybrids, check and sell issues.

**CHI:** Hal Hicks, Steven M. Surdell, Lowell D. Yoder, Steven A. Musher (Associate Chief Counsel [International], Internal Revenue Service)

**NY:** James P. Fuller, Paul W. Oosterhuis, Willard B. Taylor, John L. Harrington (Acting International Tax Counsel, Department of the Treasury)

**SF:** James C. Garahan, James P. Fuller, Paul W. Oosterhuis, Steven A. Musher (Associate Chief Counsel [International], Internal Revenue Service)

## PRO BONO EFFORTS

Since 1933, PLI has been the comprehensive resource for the training and development needs of legal professionals. PLI is heavily involved in pro bono and research and development activities to ensure that all practicing attorneys and law students remain on the cutting edge. These activities include awarding full and partial scholarships to our institutes and programs, assisting public interest organizations in their training needs, and helping law students become first-rate attorneys by posting free lectures on our web site and offering free MPRE courses. For more information, go online to [pro-bono.pli.edu](http://pro-bono.pli.edu).

## PLI SCHOLARSHIPS

Please check the Registration Information section of this brochure for more information about PLI scholarships.

## Free Email Newsletters

**The Compliance Counselor** features commentary to help you clear the endless hurdles you and your clients face.

**Lawyer's Toolbox** features links to downloadable forms and checklists that will keep you up-to-date on a range of current practice issues.

**Pocket MBA** provides everything an attorney needs to know about finance.

**All-Star Briefing** presents thought-provoking insights to keep you at the top of your game.

**In-House Insights** offers ideas law department managers can use to manage outside counsel better, improve productivity, control costs, and boost their value to the organization they serve.

**Don't miss a single issue! Go to [www.pli.edu](http://www.pli.edu), click on Free Newsletters and subscribe today!**

# Tax Planning for Domestic & Foreign Partnerships, LLCs, Joint Ventures & Other Strategic Alliances 2007

Chicago, May 17-18, 2007 • New York City, May 31-June 1, 2007 • San Francisco, June 14-15, 2007

## Registration/Hotel Information:

**New York City Seminar Location:** PLI New York Center, 810 Seventh Avenue at 53rd Street (21st floor), New York, New York 10019. Message Center, program days only: (212) 824-5735.

**New York City Hotel Accommodations:** The New York Hilton & Towers, 1335 Avenue of the Americas, New York, NY 10019. Reservations (877) NYC-HILL. Please mention you are booking a room under the Practising Law Institute Corporate Rate and the Client File # is 0495741. You may also book reservations online at [www.hilton.com](http://www.hilton.com) and enter the same Client File # in the Corporate ID # field to access Practising Law Institute rates. **Due to high demand and limited inventory in New York City, we recommend reserving hotel rooms as early as possible.**

**San Francisco Seminar Location:** PLI California Center, 685 Market Street, San Francisco, California 94105. (415) 498-2800.

**San Francisco Hotel Accommodations:** The Palace Hotel, 2 New Montgomery Street, San Francisco, California 94105. Call (800) 917-7456 seven days a week from 6:00 am to 12:00 am (PDT) and mention you are attending this PLI program at Practising Law Institute to receive the preferred rate. For online reservations, go to [www.SFPALACE.com](http://www.SFPALACE.com) and enter SET No. 287179 to receive the preferred rate.

**Chicago Seminar Location and Hotel Accommodations:** Hotel Allegro, 171 West Randolph Street, Chicago, IL 60601, (866) 672-6143. In order to receive the PLI negotiated rate, please mention that you are attending the PLI program. The cut off date for the preferred rate is April 13, 2007.

**Payment Policy:** Registration fees are due in advance. Attendees may pay by check, Visa, MasterCard, American Express or Diners Club.

**Cancellations:** All cancellations received 3 business days prior to the program will be refunded 100%. If you do not cancel within the allotted time period, payment is due in full. You may substitute another individual to attend the program at any time.

**PLI's Scholarship/Financial Hardship Policy:** Full and partial scholarships to attend PLI programs are available to judges, judicial law clerks, law professors, attorneys 65 or older, law students, pro bono attorneys, librarians and paralegals who work for nonprofit organizations, legal services organizations or government agencies, unemployed attorneys and others with financial hardships. To apply, send your request on your employer's letterhead, stating the reason for your interest, along with the completed registration form on this brochure, to the PLI Scholarship Committee. All applications must be accompanied by a \$25 non-refundable application fee (applicants may pay by check or credit card), and must be submitted four weeks before the date of the program you wish to attend. Students must submit a copy of their student ID card.

**PLI Group Discounts:** Groups of 4-14 from the same organization, all registering at the same time, for a PLI program scheduled for presentation at the same site, are entitled to receive a group discount. For further discount information, please contact [membership@pli.edu](mailto:membership@pli.edu) or call (800) 260-4PLI.

**Education Course Credit:** States have widely varying regulations regarding Continuing Education credit, therefore, please contact PLI for more information concerning approval.

**New York State CLE Credit:** In accordance with the requirements of the New York State Continuing Legal Education Board, this non-transitional continuing legal education program is NOT approved for the newly admitted attorney within the first two years of admission to the Bar. It has been approved for experienced attorneys for a maximum of 20.5 credit hours, of which 0.5 credit hour can be applied toward the ethics requirement and 20.0 credit hours can be applied toward the professional practice requirement.

**California MCLE Credit:** PLI is a State Bar of California approved MCLE provider. This activity has been approved for MCLE credit in the amount of 17.25 hours, of which 0.5 hour will apply to legal ethics. PLI will retain the required MCLE records for this program.

**Continuing Professional Education Course Credit:** Recommended CPE credit: 16.0 hours, in which 16.0 hours will apply to Taxes. Course level: Advanced. The Practising Law Institute is registered with the National Association of State Boards of Accountancy (NASBA), as a sponsor of continuing professional education on the National Registry of CPE Sponsors. State boards of accountancy have final authority on the acceptance of individual courses for CPE credit. Complaints regarding registered sponsors may be addressed to the National Registry of CPE Sponsors, 150 Fourth Avenue North, Suite 700, Nashville, TN 37219-2417. Web site: [www.nasba.org](http://www.nasba.org). No prerequisites or advance preparation is required for CPE credit. Contact [sschlicht@pli.edu](mailto:sschlicht@pli.edu) regarding complaints and refund policy.

**California Paralegals:** You can satisfy your new continuing legal education requirements by attending PLI's nationally acclaimed Institutes and Programs!

**Illinois CLE Credit:** PLI is an accredited provider in Illinois.

**SPECIAL NEEDS:** If you have special needs as addressed by the Americans with Disabilities Act, please notify Customer Relations at least two weeks prior to your program.

**Sponsorship/Exhibit Opportunities:** Practising Law Institute, the leader in continuing legal education for 70 years, draws top lawyers from major law firms and corporations to over 250 comprehensive programs annually. Don't miss this chance to target decision-makers in specific areas of the legal market with sponsorship opportunities from PLI. Sponsor a breakfast, coffee break or luncheon at a PLI program for invaluable opportunities to network with industry leaders. Or, set up an Exhibit of your product/service at a specific program with a display and/or sales representative. Our staff will help you choose which option is right for you. Please contact Karen Johnson at (212) 824-5746 or email [kjohnson@pli.edu](mailto:kjohnson@pli.edu) to make sure you don't miss out!

**Basic Upkeep Service:** In order to keep you abreast of the latest developments in your field, the purchase of PLI treatises includes Basic Upkeep Service, so that supplements, replacement pages and new editions may be shipped to you immediately upon publication for a 30-day examination. This service is cancelable at any time.

**PLI Bookstores:** Current Publications, Training Materials, Audio CD/DVD and related products are available for purchase at the PLI New York Center, 810 Seventh Avenue at 53rd Street (21st floor), New York, NY, and at the PLI California Center, 685 Market Street, San Francisco, CA, Monday to Friday, 10:00 a.m. - 4:00 p.m. All PLI Publications can also be purchased online at [www.pli.edu](http://www.pli.edu)

**Email:** [info@pli.edu](mailto:info@pli.edu) • **Visit Us On The Web:** [www.pli.edu](http://www.pli.edu)

## FOUR EASY WAYS TO REGISTER



**WEB:**  
[www.pli.edu](http://www.pli.edu)



**PHONE:**  
**(800) 260-4PLI**  
Monday - Friday  
9 a.m. - 6 p.m.,  
Eastern Time



**FAX:**  
**(800) 321-0093**  
Open 24 Hours!



**MAIL:**  
**Practising Law Institute**  
810 Seventh Avenue  
New York, NY 10019

*Fax or mail the completed Registration/Order Form below.*

## REGISTRATION /ORDER FORM

YES, please register me for the following session:

### Tax Planning for Domestic & Foreign Partnerships, LLCs, Joint Ventures & Other Strategic Alliances 2007

- 12751 Chicago Seminar,\* May 17-18, 2007, Hotel Allegro, \$1,895
- 11537 New York City Seminar,\* May 31-June 1, 2007, PLI New York Center, \$1,895
- 11538 San Francisco Seminar,\* June 14-15, 2007, PLI California Center, \$1,895
- I will be attending Tax Planning 2007 in Chicago, New York City or San Francisco and would like to purchase the 17-Volume Course Handbook at the Special Discounted Price of \$595\*\*
- 11539 Course Handbook only, \$1,595
- 11540 Course Handbook on CD-ROM only,† \$1,595
- 11541 Course Handbook and CD-ROM,† \$1,695
- 624 Langer on Practical International Tax Planning, 4th Ed.,<sup>1</sup> 2 looseleaf volumes, \$350
- 13090 Tax and Estate Planning with Real Estate, Partnerships and LLCs,<sup>1</sup> 1 looseleaf volume, \$225
- My Email address is: \_\_\_\_\_ Please send me Email updates.

\*Includes Course Handbook on CD-ROM †CD-ROMs must be prepaid and are non-refundable, with the exception of defective or unopened products.

<sup>1</sup> All treatises require prepayment and can be returned within 30 days for a full refund.

\*\*A limited supply of Course Handbooks will be available for purchase. Course Handbooks must be ordered by June 29, 2007

The information below is required to properly process your CLE certificate:

State: \_\_\_\_\_ Bar ID# \_\_\_\_\_ | State: \_\_\_\_\_ Bar ID# \_\_\_\_\_ | State: \_\_\_\_\_ Bar ID# \_\_\_\_\_

\$ \_\_\_\_\_ check enclosed (Payable to Practising Law Institute)  Bill me  PLI Privileged Member

Please Charge to:  Visa  MasterCard  American Express  Diners Club

Credit Card No.: \_\_\_\_\_ Exp. Date: \_\_\_\_\_ Signature Required: \_\_\_\_\_ Phone No.: \_\_\_\_\_

PLI NEWS  
ISSN 0479-0219  
Practising Law Institute  
810 Seventh Avenue  
New York, N.Y. 10019

Periodicals Postage Paid at New York, N.Y.  
and at additional mailing offices



Name \_\_\_\_\_

Title \_\_\_\_\_

Firm \_\_\_\_\_

Address \_\_\_\_\_

(Use Street Address for UPS Delivery)

City/State/Zip \_\_\_\_\_

Phone \_\_\_\_\_ Fax \_\_\_\_\_ Email \_\_\_\_\_