

**Givner & Kaye**  
**Thursday**  
**Seminar Series**

**Jan. 2015 thru Mar.,  
2015**

Our MCLE & CE accredited series is held in our office, and by webinar, on the **1st & 3rd Thursday** of each month from **2:30pm to 4:00pm**. The series are a collaborative forum for professionals—attorneys, CPAs, financial advisors—to share *uncommon* knowledge, insights and practical “know-how.”

**TO REGISTER** for a webinar, or to attend a presentation, please call **Desiree Skelly** at

**310-207-8008** or e-mail us:  
**brucegivner@givnerkaye.com**.

- Parking will be validated.
- Refreshments will be served.
- Continuing Education Credit: One hour for tax topics.

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**JAN 15TH: Everything You Always Wanted To Know About Going To Jail For Tax Problems But Were Afraid To Ask**

*Bruce Givner, Esq.*

*Givner & Kaye, A Professional Corporation*



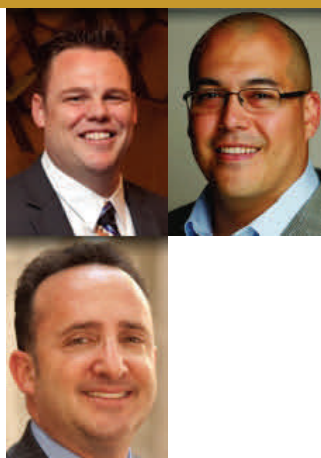
There are many ways to go to jail for tax problems. The basic penalties are Section 7201 for Tax Evasion (did you know that the failure to pay penalties and interest is also tax evasion?); Section 7202 for Willful Failure to Collect or Pay Over Tax (did you know that failing to pay payroll tax will land you in jail?); Section 7203 for Willful Failure to File Return, Supply Information or Pay Tax (supplying a fake tax return to a bank to get a loan will get you in jail); Section 7206 for False Returns and Preparers of False Returns (did you know that the government uses Facebook to locate tax cheats?); Section 7207 for Submitting False Documents; Section 7212(a) for Attempts to Interfere with Administration of Internal Revenue Laws (a lawyer went to jail for setting up a corporation); Section 7216 for Unlawful Disclosures; and Section 7213(d) for Disclosure of Software. There are also Related Offenses under the Criminal Code including conspiracy, false statements, false claims, perjury, mail fraud, aiding and abetting, failure to file currency transaction reports and related “structuring” violations and failure to file FBARs. We will also discuss the California Model for largely, but not completely, following the federal tax criminal rules.

Bring your fears and questions.

**FEB 5TH: Current Trends Related to Business & Real Estate Appraisals in the Estate Planning Environment**

*RJ Starr, Brian Reichert and Eric Garfield*

*Andersen Tax*



RJ Starr, Brian Reichert and Eric Garfield of the Andersen Tax valuation services group will present *Current Trends Related to Business & Real Estate Appraisals in the Estate Planning Environment*. In this discussion, Andersen Tax’s experience in working against the IRS on issues pertaining to the valuation of gifts in real estate, closely-held businesses and minority membership interests will be shared. The presentation will focus on how planners can help maximize valuation discounts through their drafting efforts, what the IRS’ hot-buttons are and how the US Tax Court has ruled on recent disputes pertaining to estate planning and valuation.

Bring your questions and concerns.

## About Givner & Kaye

When CPAs, financial planners and estate planning lawyers have clients with difficult wealth planning situations, they want Givner & Kaye to be part of the planning team. We collaborate with other professionals - attorneys, financial planners, accountants, stockbrokers, and insurance professionals - to serve the specialized planning needs of individual families.

We have maintained the same close working relationship with important referral sources for over three decades, with newer ones joining each decade. That continuity and respect is important in providing a stable, intimate and friendly atmosphere for our clients.

Contact **Bruce Givner** or **Owen Kaye** for more information about Givner & Kaye's services at:  
310-207-8008 or  
Bruce@GivnerKaye.com ;  
Owen@GivnerKaye.com



### **FEB 19TH: "C" Corporation Asset Sale? Martin Ice Cream and Bross: Personal Goodwill To Reduce The "Double" Tax**

*Bruce Givner, Esq.*

*Givner & Kaye, A Professional Corporation*



Most buyers want to buy the assets, not the stock, of a closely held corporation. This poses an extra problem for the owner of a "C" corporation since there is a tax both at the corporate level on the asset sale and a tax at the shareholder level on the liquidation of the corporation (so that the shareholder can get the sale proceeds). In the 1998 Tax Court case of Martin Ice Cream, the shareholder tried to defeat the "double tax" by claiming to own a great deal of the goodwill, for which Haagen-Dazs paid him personally. The IRS lost, opening a door to a planning technique. People thought that this was a difficult planning technique, which was arguably closed by Larry E. Howard v. U.S. (D.C. Wa. 2010). However, H&M, Inc. TC Memo 2012-290 and Bross Trucking, TC Memo 2014-107, as bolstered by an estate tax case - Estate of Franklin Adell, TC Memo 2014-155 - confirm that personal goodwill can exist outside of the "C" corporation. As a result, planners must help their clients document this goodwill far in advance of a sale to achieve this result.

This discussion will review the problem posed by "C" corporations, the case law and the planning that should be followed.

Bring your questions and concerns.

### **A SNEAK PEEK AT OUR UPCOMING SEMINARS**

#### **March 5th: IRC Section 453(e): The Best Capital Gains Tax Planning (But You Need Two Years)**

*Bruce Givner, Esq.*

#### **March 19th: Financing Alternatives To Companies Turned Down By Banks**

*Richard Singer*

*JPR Consultants, Inc.*