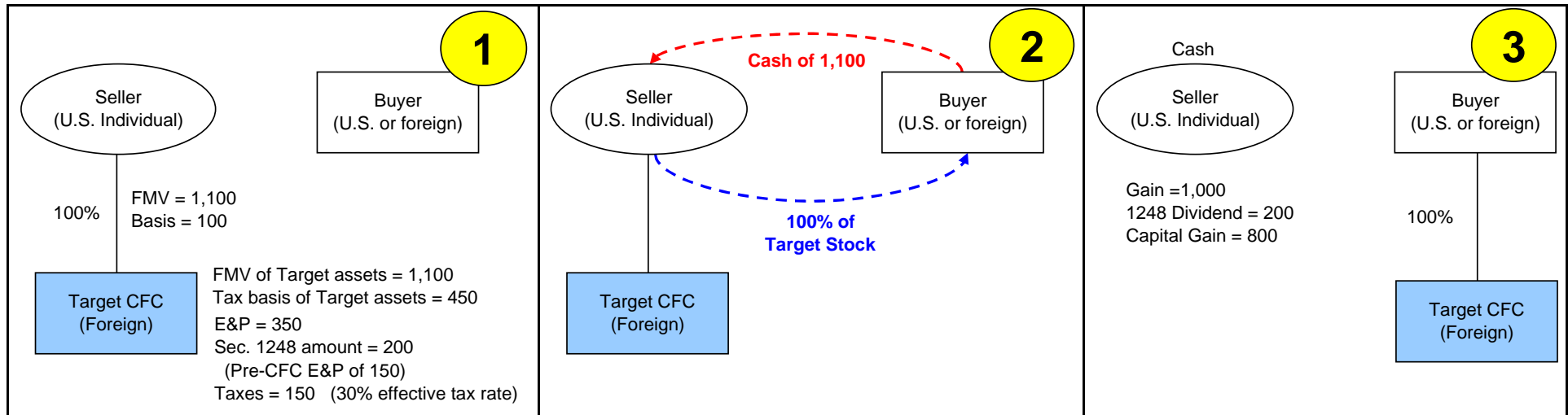


U.S. Individual Seller of CFC - Non-QFC

Initial Structure

Sale of Target

Ending Point



Assumptions

1. All amounts in U.S. dollars
2. Capital gains taxed at 15%
3. Foreign dividend is taxed at 35% [Target CFC is **NOT** a qualified foreign corporation - see Sec. 1(h)(11)(C) and Notice 2003-69]
4. Seller has no other income
5. No foreign taxes are paid on the sale

Section 902 deemed paid foreign taxes - Not applicable to individual shareholders

Foreign Tax Credit limitation - Not applicable (no foreign taxes paid or deemed paid)

Worldwide Income Excluding Gross-up = 1,000
Tax on section 1248 gain = 70 (200 X 35%)
Tax on capital gain = 120 (800 X 15%)
Total Tentative U.S. tax = 190

Tentative U.S. tax	190
Less: Lesser of foreign taxes deemed paid or FTC limitation	--
Net U.S. tax due	190