



April 2008

Dennis M. Sandoval,
A PROFESSIONAL LAW
CORPORATION

*Providing Peace of Mind to
Seniors, the Disabled and
their Family Members*

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*Mr. Sandoval is the only
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Sandoval's Soliloquy

A Periodic Update for Financial Professionals of New Developments in Estate Planning, Elder Law, Asset Protection, Retirement Planning and Tax Planning

Revised Bill 1136 Passes State Senate Committee

We have informed many of you that SB 1136, a bill that would have made it a crime for non-lawyers to charge for advice on qualifying for Long Term Care Medi-Cal and other government assistance programs, had been withdrawn by State Senator Elaine Alquist of San Jose, in order to give its provisions further consideration.

SB 1136 has now reemerged and will make it a misdemeanor for any person, including attorneys, to charge an "unconscionable fee" to qualify a person for Long Term Care Medi-Cal. While this bill has some positive attributes to it, it paints with such a broad brush it may catch both legitimate elder law attorneys as well as the Medi-Cal scam artists it is meant to target in its net.

The Bill received legislative approval in the Senate Human Services Committee on a unanimous 5-0 vote. Senator Alquist stated: "I introduced this measure to stop a new type of scam that preys on seniors' fears about the cost of health care. Scam artists are fleecing seniors for \$10,000, \$15,000, \$20,000 for a service that is provided for free by local county social services or human services offices. Seniors are losing their life savings, and we need to stop it."

If SB 1136 becomes law it would become effective January 1, 2009. The County of Santa Clara has co-sponsored the Bill. Representatives for the County have seen an uptick in situations where scam artists are charging seniors thousand dollars of dollars to fraudulently qualify them for Medi-Cal.

In one case, a 73-year old retired teacher paid \$15,000 to a group called Senior Care Advocates for Medi-Cal eligibility planning that she did not need. The Medi-Cal eligibility planning advice which she received consisted of some photocopied pages of promotional materials and the advice to give her son half the equity in her home, and divest herself of the rest of her assets. They also had a contract attorney draft a trust for her. This trust has now been reviewed by an experienced estate planning attorney who says that it is deficient and should be revised.

While groups such as Senior Care Advocates should be stopped from continuing with these types of abusive practices, there are many legitimate reasons for planning for Medi-Cal eligibility to help cover long term care expenses and such planning often requires the use of asset transfers and trusts. The fear is that the Department of Health Services may use this new law in an attempt to dissuade elders and their advisors from engaging in legal planning strategies that have been available to them for decades. If DHS and the State legislature want to stop practices that are currently perfectly legal, they should work together to change the law dealing with Medi-Cal eligibility. In the mean time, SB 1136 should be further refined so as not to deprive elders and the disabled of the ability to seek advice from qualified experts regarding qualifying for government assistance for which they are eligible. If you have any comments you would like to share with Senator Alquist, you can contact her at her Sacramento phone number, 916-651-4013, at her office in the San Jose area at 408-286-8318, or by email at senator.alquist@sen.ca.gov.

Tax Court Family Limited Partnership Ruling is Very Favorable! **Estate of Anna Mirowski**

After numerous adverse Family Limited Partnership opinions having been issued by the U.S. Tax Court and various Courts of Appeal the past few years, the favorable ruling by Judge Chiechi in *Estate of Anna Mirowski* on March 26, 2008 was most welcome.

The 85 page opinion (evenly divided between Findings of Fact and the Court's Opinion) goes into great detail on provisions of the Family Limited Liability Company's ("FLLC") operating agreement and rejects many contentions put forward by the Internal Revenue Service.

Anna Mirowski died suddenly on September 11, 2001, just a few days following the formation and funding of a FLLC, as well as subsequent gifts of an aggregate of 48% of the FLLC interests therein to trusts for her three daughters. The asserted estate tax deficiency of \$14.2 million related to this large value LLC involved issues under IRC §§ 2036(a)(1) and 2036(a)(2), § 2038(a)(1), the "bona fide sale" exception under the foregoing provisions, and also Code § 2035.

Finding significant and real non-tax purposes for the FLLC, determining that the daughters' testimony was credible and on a point-by-point basis rejecting all the IRS' contentions on the legal issues, the court held the FLLC was viable, the gifts were separate transactions to be respected as such, and that IRS' reliance on prior "bad facts" cases was misplaced.

Anna and her physician husband had a long history of having and encouraging a close knit family, having three daughters and regularly taking an annual family vacation which included family meetings considering business and investment matters and often involving accountants and attorneys as invitees. Dr. Mirowski had been developing an implantable defibrillator device and to pursue its development and funding, the family moved to the U.S. in 1968, and within 10 years Dr. Mirowski was successful in developing an implantable cardioverter defibrillator(ICD) thereafter achieving success with implantation in humans. Seventy-three percent of the royalties from the patents on the ICD were received by Dr. Mirowski. This invention was the primary basis of the development of the wealth of the Mirowski family.

Upon his death in 1990, Dr. Mirowski, per his Will, left his interests in the patents, the patent licensing agreements and all other assets(except to the extent of \$600,000), outright to Anna. Anna had a long and continuing history of making gifts to family members and friends, as well as the making of charitable gifts and establishing a family foundation.

In 1992, Anna created several irrevocable trusts, one for each of her three daughters, with the trustees of each trust being the three daughters. Mrs. Mirowski desired that the daughters to work together and to have a close relationship, including on financial matters. Anna then transferred fractional interests in the patent licensing agreements to these trusts so that thereafter owned a 51.09% interest in the patents.

Following Dr. Mirowski's death, the patent royalties increased quite substantially, to millions of dollars per year. Anna at all times was an astute and involved financial manager, as stated by the court, "a careful, deliberate and thoughtful decision maker, especially with respect to financial matters." She worked with an

investment advisor at Goldman Sachs to handle a rapidly growing investment portfolio, eventually agreeing to the principle of diversification, and in early 2001 consolidated all investments with Goldman Sachs.

With one of her daughters suffering from chronic epilepsy, Anna embarked on considering ways to provide for the daughters and her grandchildren on an equal basis and to insure the daughters worked cooperatively together. The concept of using an investment entity, here an FLLC, as a vehicle for pooling of family assets first came up during a presentation to decedent by U.S. Trust. Thereafter, the family attorney, on August 31, 2000, provided draft articles of organization and an operating agreement for the proposed FLLC. However, there was about a year's delay since Anna usually waited for the annual family meeting to consider major decisions so as to involve her daughters in these decisions. Thus, it was August 14, 2001 before the FLLC plan was reviewed with the family members.

During this time, Anna was suffering from a foot ulcer and diabetes, and was being treated for these conditions. Despite these conditions, her overall health was good. The FLLC documents were finalized following the August 14, 2001 meeting. The court's opinion chronicles the purposes of the FLLC, the steps in formation and funding, and the subsequent gifts by Anna as the initial sole member of the FLLC of 16% interests in the LLC to each of the daughter's trusts. Unfortunately, Anna's health deteriorated rapidly on September 10, 2001, and the next day, the date of the infamous 911 tragedy, she died. At no time before her death did Anna, her family, or her physicians expect her to die from her conditions.

It was considered important by Judge Chiechi that Mrs. Mirowski "valued the family cohesiveness that joint management of a family business can foster", based to some extent on her early life experience with a family business in France. August 22, 2001 was the date the final FLLC documents were sent to Anna for signature, together with a cover letter titled "Re: Business, Financial & Estate Planning Matters." Anna executed the documents August 27th, the documents were filed with the State of Maryland on August 30th, and then on September 1, 5, 6 and 7, Anna made substantial transfers of her assets to the FLLC.

The asset transfers included the patents and her remaining 51.09% interest in the licensing agreements, securities valued at \$60.5 million, and additional securities plus cash totaling \$1.5 million. Thereafter, always contemplating gifts to her daughters' trusts, on September 7 Anna gifted a 16% interest in the LLC to each of the three trusts – retaining a 52% interest in the FLLC.

TAX COURT ANALYSIS AND CONCLUSIONS

The Tax Court identified the issues for its resolution as involving whether the assets of the FLLC should be includible in Anna's gross estate for estate tax purposes under any or all of IRC §§ 2036, 2038 and 2035. Note that the gift tax case was resolved by stipulation, subject to the court's conclusion on the estate tax issues involved.

The court identified, first as to the transfer of assets (funding) to the FLLC and second as to the gift transfers of the FLLC interests, how it would analyze the issues, including, on the funding of the LLC, whether the "bona fide sale" exception to Code §§ 2036 and 2038 would apply to the estate's benefit.

With respect to the gifts, the court determined that those transfers of the FLLC interests were not subject to the referenced exception, and so the question of issues such as the "express or implied agreement" provision of IRC § 2036(a)(1), were considered by the court.

IRC § 2035, gross estate inclusion of certain transfers within three years of death, was found not to apply, since the court determined that neither IRC §§ 2036 nor 2038 applied to the situation — a reminder that generally outright gifts of property (without retained interest issues) are exempt from the three year rule (except if the transfers are of life insurance).

The court considered first the transfers of assets by decedent to the FLLC, and separately the gift transfers by decedent to her daughters' irrevocable trusts. These were deemed separate transactions, even though the overall intention of forming the FLLC was to fund it and then Anna, as the sole initial member, would make gifts of interests therein. Note how in the *Rector* case, Judge Laro considered the funding and gifting plan to be integrated, and thus refused to separate the two "steps".

As to the funding transfers of the FLLC, the court determined that the bona fide sale exception to IRC § 2036(a) applied, thus making IRC § 2036(a) not an issue requiring analysis of IRC §§ 2036(a)(1) and (a)(2). Citing the *Goetchius* decision, the court found under the *Mirowski* facts that the transferor “received benefit in full consideration in a genuine arms-length transaction.”

The legitimate and significant non-tax reasons for creating the entity were identified, the court stating that these reasons were as follows:

- joint management of the family’s assets by Anna’s daughters and eventually her grandchildren;
- maintenance of the bulk of the family’s assets in a single pool of assets in order to allow for investment opportunities that would not be available if Anna were to make a separate gift of a portion of her assets to each of her daughters or to each of her daughters’ irrevocable trusts, and
- providing for each of her daughters and eventually each of her grandchildren on an equal basis.

The other reason that was advanced for the creation of the FLLC, namely, to increase asset protection, was found not to be significant in this case. Note the court rejected the IRS’ claim that facilitation of lifetime giving can never be a significant nontax reason to form and fund an FLP or LLC (citing the *Bongard* case). Judge Chiechi stated that in *Bongard*, the court had found only that gift giving was not a significant factor.

Each of the IRS’ several contentions was in turned identified, discussed and rejected by the Tax Court here, including the statement that the several cases, including *Korby*, *Thompson*, *Rosen*, *Strangi*, *Harper* and *Harrison*, cited as relevant by the IRS were all distinguishable on their facts from this case. Taxpayers have long asserted, and the court has agreed, that each case must be determined on its own facts. Thus, just as in the *Stone* cases, the facts of this case saved the day at trial.

Anna retained significant assets, totaling \$7.5 million in overall value, outside the FLLC. Over \$3 million of the retained assets were in liquid form. The court found that there was no express or implied agreement that any FLLC distributions would be made to allow Anna to pay gift tax on the gifts of FLLC interests. Anna had substantial liquid assets in her name, the FLLC was mandated to make annual distributions of net cash flow, and Anna could have borrowed as needed to pay the gift tax due. Further, the court determined that at all relevant times upon its formation (including after Anna’s death), the FLLC was a “valid functioning investment operation and has been managing the business matters relating to the ICD patents and ...license agreements, including related litigation.” The IRS rejected the IRS’ contention that the activities of the FLLC had to rise to the level of a “business” under the Federal income tax laws in order for the exception under IRC § 2036(a)...to apply.

The court next analyzed the gifts by decedent of 16% interests in the FLLC to each of the three daughters’ irrevocable trusts. Here, of course, as the court stated, there was not available a bona fide sale exception. So the court took on the issues involved in both IRC § 2036(a)(1) and 2036(a)(2), determining neither provision applied to treat the gifts as testamentary transfers.

First, no express retained income or enjoyment retention was found. The IRS contended that since decedent was the managing member (General Manager) of FLLC, her authority “included the authority to decide the timing and amounts of distributions from [the FLLC].” Not so, said the court, pointing to the operating agreement and State law limitations on such General Manager authority. As to the operating agreement, the provisions regarding annual mandated distributions, the required distributions of capital asset disposition proceeds (including in liquidation, etc.) were significant limitations on the General Manager’s authority, couple with general fiduciary duties.

An excellent discussion of the LLC's operating agreement and its impact on the situation of a decedent/donor manager is set forth in the opinion, implicitly rejecting the argument to the contrary made by Judge Laro in the *Rector* case. As to an implied agreement or understanding of retained income or enjoyment as argued by the IRS, the court determined this contention had been considered and answered in dealing with the bona fide sale exception issue. The Service claimed it was of “particular significance” here that about a year after decedent’s death, a non-pro rata distribution of over \$36 million was made by the FLLC to Anna’s estate to pay the 2001

gift tax and the estate tax, among other things. As to whether such is proof of an implied agreement before death, the court concluded in the negative, pointing to the lack of any expectation of decedent's sudden death.

Property transfers were involved, and, given the bona fide sale exception (discussed above) also being available under IRC § 2038(a)(1), the court rejected the IRS' arguments for imposition of IRC § 2038(a)(1). Thus, the court did not need to address whether at the time of Anna's death, the enjoyment of property transferred during lifetime was subject to any alteration due to exercise of a power of Anna alone, or in conjunction with any other person.

The complete opinion for *Estate of Anna Mirowski v. Commissioner*, T.C. Memo. 2008-74 (3/26/2008), is available for download from the U.S. Tax Court website at:

<http://www.ustaxcourt.gov/InOpHistoric/mirowski.TCM.WPD.pdf>

Dennis to Speak at Inland Empire FPA on Asset Protection for Doctors and Dentists

Dennis Sandoval will be educating the financial planners in attendance at the Spring 2008 FPA meeting in San Bernardino on April 23 on the subject of asset protection for doctors and dentists. He will discuss many strategies, including insurance, statutory exemption planning, collateralization, third party trusts, asset protection trusts, limited partnerships and limited liability companies, and leasing companies.

Mr. Sandoval to Address Glendale Bar Association

Mr. Sandoval looks forward to addressing the members of the Glendale Bar Association on Saturday, April 26, on the significant changes in Medi-Cal planning that will be required once California has implemented the federal Deficit Reduction Act of 2005 sometime in 2009 or 2010.

Dennis to Present Before American Academy of Estate Planning Attorneys

Dennis will be conducting various sessions for the American Academy of Estate Planning Attorneys in Denver, Colorado from May 1 – 4. He will be conducting an ethics in estate planning session, a session on the ABCs of ILITS, a session dealing with representing successor trustees, a session on estate for problem assets (including S Corporations), and a session on trust administration.

Mr. Sandoval to Educate Advanced Elder Law Attorneys on Retirement Assets Issues at Twentieth Anniversary NAELA Conference in Maui

On May 14, Dennis will teach the advanced planning session on retirement assets at the 20th Anniversary conference of the National Academy of Elder Law Attorneys in Maui. He will also be attending the meetings of the Boards of Directors for the National Academy of Elder Law Attorneys and the National Elder Law Foundations, both of which he is a member of. In recognition of their superb performance in 2007, the law office staff will be accompanying Mr. Sandoval to Maui and the law office will be closed from May 14 -21.

Pamela Valencia Teaches Wills and Trusts Class for Local Law School

Pamela Valencia, our associate attorney, has just completed teaching the Wills and Trusts class for California Southern law School, our local law school. Pamela assists Dennis with our tax, estate planning and Medi-Cal planning clients. She has a Master of Tax Law (LL.M.) degree from New York University School of Law and she has recently passed the exam to be designated a Certified Estate Planning, Trust and Probate Law Specialist by the California Bar Board of Legal Specialization.

Third Annual Caregiver Symposium a Resounding Success!!

We are very proud of the rave reviews we received for our Third Annual Caregiver Symposium, which was held on April 18 at California Baptist University. Attendees rightfully gave this Symposium its highest rating ever — the speakers were experts in the field and were effective in conveying their knowledge to the audience.

The Symposium provided health care professionals that work with the elderly, such as Registered Nurses, Licensed Clinical Social Workers, Marriage and Family Therapists, RCFE administrators and nursing home administrators with seven hours of very informative continuing education credit.

Dr. Constance Minton, Dean of the School of Nursing at California Baptist University, started off the Symposium with a session on Ethics and how the school is advocating a new dynamic for nurses and other health care professionals to interact with their patients. This was followed with a very informative talk on sleep disorders conducted by Dr. Stuart Menn of Pacific Sleep Medicine Services. Many attendees indicated to us that they found Dr. Menn's quite helpful in understanding behaviors they have seen exhibited in many of their elderly clients.

Susan Drummond, R.N. started off the afternoon sessions with an excellent presentation on the interaction of various drugs commonly administered to seniors. Karen Griffin, the law firm's elder care coordinator, remarked that she found this session on pharmacology and the elderly to be quite helpful. Ms. Drummond's session was followed with a discussion entitled Planning for "the Forgetting": Getting an Alzheimer's Patient's Estate and Finances in Order by Dennis Sandoval. Many attendees commented that they found the session was the best overview of life and death planning for an Alzheimer's patient that they had ever heard. Dennis' talk was followed by a session presented by Dorothy Miller with the Department of Public Social Services' C.A.R.E. program. Ms. Miller discussed elder financial and physical abuse and the mandatory reporting requirements for health care providers.

After the afternoon break featuring many yummy cookies and beverages, Dr. David Sharp conducted a session on understanding mental health issues with seniors. Dr. Sharp's session received many favorable reviews for the information he provided regarding treating mental illness in the elderly. Dr. Sharp's session was followed with a presentation by Jeanette Phillips, a County of Riverside Veterans Services representative, on Veteran's Administration Aid and Attendance benefits for in-home care as well as assisted living and skilled nursing home care.

Attendees of this year's Caregiver Symposium gave us our highest ratings ever. For those who were unable to attend this year's Symposium, we look forward to seeing you at our Fourth Annual Caregiver's Symposium in 2009. The Symposium is tentatively scheduled to be held at The Victoria Club in Riverside. While the seminar is targeted to health care professionals who work with the elderly and disabled, financial professionals are always welcome to attend.

Hear Dennis on the Radio

Dennis can be heard every Saturday, on his new radio show, **Senior Talk with Dennis Sandoval**. The show will highlight information of importance to seniors, including (1) planning for long term care, (2) paying for in-home caregivers; assisted living or skilled nursing facilities, (3) planning for lifetime incapacity, (4) retirement estate planning, (5) protecting assets for surviving spouses and children, (6) avoiding court proceedings such as conservatorships and probate, and (7) passing financial and non-financial wealth on to future generations in an intelligent manner. **Senior Talk with Dennis Sandoval** airs on KTIE, AM 590, the Talk of the Inland Empire, every Saturday at 2:30 p.m..



2008 Consumer Seminars

Call 951-787-7711 to make reservations – Seating is limited!!!!

Topic	Date	Location
Legacy Wealth Planning: Why Your Existing Estate Plan † Won't Work	May 7, 2008 7 – 9 p.m.	Our Classroom*
Legacy Wealth Planning: Why Your Existing Estate Plan † Won't Work	May 10, 2008 9 – 11 a.m.	Our Classroom*
Life Care Planning: Planning for Your Long Term Care Needs	May 24, 2008 9 – 11 a.m.	Our Classroom*
Legacy Wealth Planning: Why Your Existing Estate Plan † Won't Work	June 11, 2008 7 – 9 p.m.	Our Classroom*
Legacy Wealth Planning: Why Your Existing Estate Plan † Won't Work	June 14, 2008 9 – 11 a.m.	Our Classroom*
Life Care Planning: Planning for Your Long Term Care Needs	June 21, 2008 9 – 11 a.m.	Our Classroom*
Legacy Wealth Planning: Why Your Existing Estate Plan † Won't Work	July 16, 2008 7 – 9 p.m.	Our Classroom*
Legacy Wealth Planning: Why Your Existing Estate Plan † Won't Work	July 19, 2008 9 – 11 a.m.	Our Classroom*

** Unless attendance requires a larger classroom or is scheduled elsewhere, all classes will be conducted in our law firm classroom, located at 3233 Arlington Avenue Ste. 105 Riverside, California 92506 (corner of Division Street and Arlington (near Target Store and across the street from California School for the Deaf)) -- (Maximum attendance in the law firm classroom is twelve persons)*

† The reference to an existing estate plan is a reference to existing estate plan drafted by a law firm other than Dennis M. Sandoval, A Professional Law Corporation

2008 Lunch and Learn CE Classes for Financial Professionals

Topic	Date	CE Credit *	Cost **
Protecting and Preserving Wealth for Beneficiaries Using the Access Trust™ and Sentry Trust™	June 12, 2008 New Date!	1 hour	\$25.00
Retirement Estate Planning: A Magical Mystery Tour of the Rules Dealing With Retirement Assets	July 18, 2008 New Date!	1 hour	\$25.00
What You Don't Know (and Should Know) About Life Insurance Trusts	August 15, 2008	1 hour	\$25.00
Planning for a Special Needs Persons: The Basics	September 19, 2008	1 hour	\$25.00
An Introduction to Charitable Estate Planning Strategies	October 24, 2008	1 hour	\$25.00
Advanced Estate Planning: Squeezing Techniques	November 21, 2008	1 hour	\$25.00
Advanced Estate Planning: Freezing Techniques	January 16, 2009	1 hour	\$25.00
Domestic Asset Protection Trusts: All Hype or Veritable?	February 20, 2009	1 hour	\$25.00
Business Succession Planning	March 20, 2009	1 hour	\$25.00
Asset Protection Planning for Doctors and Dentists	April 17, 2009	1 hour	\$25.00
What Financial Professionals Need to Know About the IRS (and FTB) Audit and Appeals Process	May 15, 2009	1 hour	\$25.00

Reservations Required!! – Call 951-787-7711 to reserve your space

Unless attendance requires a larger classroom, all classes will be held in the classroom at Dennis M. Sandoval, A Professional Law Corporation, located at 3233 Arlington Avenue Ste. 105 Riverside, California 92506 (corner of Division Street and Arlington (near Target Store and across the street from California School for the Deaf) -- Call for directions (max attendance in classroom is 15 professionals))

*** Approved for one hour of CFP, CPA and California Insurance Agent CE Credit
Registration begins at 11:30 a.m. and classes adjourn at 1:00 p.m.**

**** Cost includes CE credits and lunch**

Interested in having Dennis Sandoval or Pamela Valencia conduct a private CE class for your office staff or speak before your professional group? Call 951-787-7711 now to inquire about his or her availability – their availability to speak is subject to a myriad of other business, professional and family commitments each have.

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