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Morgan Lewis Adds Four Top Attorneys to Its Employee Benefits and Executive Compensation Practice in Washington, D.C.

WASHINGTON, D.C., October 21, 2008: Morgan Lewis today announced the addition of four leading attorneys to its Employee Benefits and Executive Compensation Practice. Mary B. (Handy) Hevener, David R. Fuller, and Dean R. Morley have joined the group as partners in the firm's Washington, D.C. office. They are joined by Jerry Holmes, a former IRS branch chief, who will join Morgan Lewis as senior counsel. Their arrival signals Morgan Lewis's continued commitment to providing its clients with the best counsel on employee benefit and tax related issues. Prior to their private sector law experience, all four started their legal careers in the Treasury Department where each regularly received awards for their meritorious public service in their areas of practice.

"Handy, David, Dean, and Jerry are recognized authorities in the fringe benefit, payroll tax, and executive compensation areas," said Bob Lichtenstein, leader of Morgan Lewis's Employee Benefits and Executive Compensation Practice. "This combined group has the leading practice in this area nationwide, and consistently demonstrates a very high commitment to client service and responsiveness. We are very pleased that they have joined us."

Ms. Hevener has spent most of her 30-year career advising large U.S. and multinational companies on a wide range of compensation issues, focused generally on minimizing payroll taxes and maximizing corporate deductions with respect to benefits provided to employees and independent contractors outside of qualified retirement plans. Her practice also involves executive benefits triggered by corporate mergers, acquisitions, and spinoffs, including golden parachute and stock option issues, and controversy matters addressing the above topics. She previously served as an attorney advisor in the Office of Tax Legislative Counsel at the U.S. Treasury, assisting with the development of many statutes, regulations, and rulings on employee benefits, deduction timing, and payroll taxes. She has been involved with the litigation of a number of test cases relating to the taxation of corporate aircraft, FICA taxes on both employee stock purchase plans and severance benefits, the excise "ticket tax" on frequent flyer miles, and the FICA taxation of tips.

Mr. Fuller, a former manager in the Office of the Associate Chief Counsel of the Internal Revenue Service (IRS), previously led McDermott Will & Emery's employment tax, fringe

benefits and contingent workforce practice. Mr. Fuller is an authority on issues concerning payroll taxes and fringe benefits, and has experience in handling compliance and litigation matters. He is a frequent lecturer and is the co-contributing editor to the *Employer's Guide to Fringe Benefit Rules* and *Complying with IRS Employee Benefit Rules*.

Mr. Morley began his career in the Office of Associate Chief Counsel of the IRS, where he concentrated on fringe benefits and employment tax. His practice is focused on executive compensation, employment tax, qualified plans, and fringe benefits. Both Mr. Morley and Ms. Hevener join Morgan Lewis after serving as partners in the tax department at Baker & McKenzie.

Mr. Holmes joins Morgan Lewis with Mr. Fuller from the tax department of McDermott Will & Emery. Prior to retiring and entering private practice, Mr. Holmes had a distinguished career in the IRS National Office. He was recognized as the Treasury Department's leading tax attorney in matters involving employment taxes and employee fringe benefits. As head of the IRS's employment tax and fringe benefits group, Mr. Holmes led the IRS's training initiative of its auditors and the IRS litigation efforts on such matters.

Morgan Lewis's Employee Benefits and Executive Compensation practice consists of more than 80 professionals based in nine offices. It is one of the largest in the country and offers a level of substantive knowledge, industry experience, and technical skill that makes the firm a nationwide leader in finding creative solutions to companies' benefits and compensation problems.

Hevener, Fuller, Morley, and Holmes join an impressive team that includes a number of former Treasury officials, such as Dan Hogans, who was the agency's lead on Section 409A. In addition to working with colleagues in the Employee Benefits and Executive Compensation practice, they will work closely with other notable former government officials like former Deputy IRS Commissioner Mark Matthews, former IRS Deputy Chief Counsel Gary Wilcox, and Treasury's Former Deputy Tax Legislative Counsel Susan Brown, each of whom brought considerable tax policy and planning experience to the firm.

About Morgan, Lewis & Bockius LLP

Morgan Lewis is an international law firm with more than 1,400 lawyers in 22 offices located in Beijing, Boston, Brussels, Chicago, Dallas, Frankfurt, Harrisburg, Houston, Irvine, London, Los Angeles, Miami, Minneapolis, New York, Palo Alto, Paris, Philadelphia, Pittsburgh, Princeton, San Francisco, Tokyo, and Washington, D.C. For more information about Morgan Lewis, please visit www.morganlewis.com.

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