

TLS, have you transmitted all R text files for this cycle update?

**I.R.S. SPECIFICATIONS TO BE REMOVED BEFORE PRINTING**  
INSTRUCTIONS TO PRINTERS  
FORM 4461-A PAGE 1 of 12  
MARGINS: TOP 13mm (1/2"), CENTER SIDES. PRINTS: HEAD to HEAD  
PAPER: WHITE WRITING, SUB. 20. INK: BLACK  
FLAT SIZE: 216mm (8 1/2") x 279mm (11")  
PERFORATE: NONE  
**DO NOT PRINT — DO NOT PRINT — DO NOT PRINT — DO NOT PRINT**

Action	Date	Signature
O.K. to print		
Revised proofs requested		

Date \_\_\_\_\_

**Yellow Highlights are the Cumulative Changes**

**Draft as of 11/28/2007**

APPROVED:  
As is \_\_\_\_\_  
As Corrected   X  

Form **4461-A**  
Rev. November 2007

**Application for Approval of Master or Prototype or Volume Submitter Defined Benefit Plan**

OMB No. 1545-0169

Department of the Treasury  
Internal Revenue Service

This Form Is Open to Public Inspection

File This Form With Internal Revenue Service

For IRS Use Only

Section references are to the Internal Revenue Code unless otherwise noted.

Complete every applicable item on this form. You may only answer "not applicable" (N/A) where an N/A answer is indicated as one of your options.

**Part I All Filers Complete This Part. See instructions before completing this form.**

**1** Enter amount of user fee submitted  
\$ \_\_\_\_\_

**2a** Approval requested:  
 Initial application  
 Amendment—Enter file folder number or letter serial number and date of last letter issued ▶

**2b** M&P File folder number or VS-Letter serial number

**2c** Date of last letter issued

**3a** Name of applicant  
Address (number, street, room or suite no.) (If a P.O. box, see instructions)  
City State ZIP code

**3b** Employer identification number of applicant

**3c** Applicant's telephone no. ( )

**3d** Type of applicant (see Definitions in the instructions):  
 M&P sponsor  
 M&P mass submitter  
 M&P national sponsor  
 Volume submitter practitioner  
 Volume submitter mass submitter  
 Volume submitter national sponsor

**4a** Name of person to be contacted

**4b** Telephone number ( )

**4c** Email address

**4d** If a power of attorney is attached, check box . . . ▶

**5a** Basic plan document number

**5b** Adoption agreement number

**6** Form of plan:  
 Prototype plan       Master plan       Volume submitter  
**Note:** A master plan has only one trust or custodial account for all adopting employers.

**7** Does the plan provide for permitted disparity in accordance with section 401(l)?  Yes  No

**8** Filing status of plan:  
 Standardized plan  
 Nonstandardized plan  
 Volume submitter plan

Under penalties of perjury, I declare that I have examined this application, including accompanying statements, and to the best of my knowledge and belief it is true, correct and complete.

Signature ▶ Title ▶ Date ▶

**Draft as of 11/28/2007**

12

	Yes	No
<b>9</b> Procedural requirements:		
<b>a</b> If this is an initial request, have the following been submitted as required by instructions—		
<b>(1)</b> Adoption agreement? . . . . .		
<b>(2)</b> Copy of plan? . . . . .		
<b>(3)</b> Copy of trust indenture or custodial agreement? . . . . .		
<b>b</b> Amended or restated plans:		
<b>(1)</b> If the amendment is not incorporated into the plan document, have the following been submitted?		
<b>(a)</b> A copy of the amendment? . . . . .		
<b>(b)</b> A description of the amendment and its effect on the plan? . . . . .		
<b>(c)</b> A working copy of the plan currently in effect? . . . . .		
<b>(2)</b> If the amendment is incorporated into the plan document, has a copy of the restated plan with amendments highlighted been submitted? . . . . .		
<b>(3)</b> For all M&P sponsors and those VS practitioners who are choosing to include a provision in their specimen plans that allows them to amend on behalf of their adopting employers, will you advise those employers who cannot or do not adopt the amended or restated plan providing for such authority, that they may not continue to participate under the M&P plan or the VS plan? . . . . .		
<b>c</b> Is the plan and trust (or custodial agreement) patterned after and substantially the same as another plan and trust (or custodial agreement) on which a favorable letter has been received? (If "Yes," see specific instructions.) . . . . .		
<b>d</b> Non-mass submitter request (M&P complete (1) and (2). VS complete (3)):		
<b>(1)</b> Do you have at least 30 employer-clients which are reasonably expected to adopt this plan's basic plan document and one or more of the adoption agreements associated with this basic plan document? If "No," complete <b>(2)</b> . . . . .		
<b>(2)</b> If "No" to <b>(1)</b> , enter the file folder number of the basic plan document for which the requisite number of adopting employer-clients requirement is met: _____		
<b>(3)</b> If you are a VS (non-mass submitter) practitioner, do you have at least 30 employer-clients reasonably expected to adopt a plan that is substantially similar to the VS practitioner specimen plan? . . . . .		
<b>e</b> Mass submitter or national sponsor request (M&P mass submitter complete (1), (2) and (3); VS mass submitter complete (4); national sponsor complete (5)):		
<b>(1)</b> Are applications on behalf of the requisite number of sponsors who are adopting the same basic plan document on a word-for-word identical basis included? If "No," complete <b>(2)</b> . . . . .		
<b>(2)</b> If "No," to <b>(1)</b> , enter the file folder number of the basic plan document for which the requisite number of adopting sponsors requirement is met: _____		
<b>(3)</b> If this is a flexible plan, answer <b>(a)</b> and <b>(b)</b> :		
<b>(a)</b> Have you bracketed and identified the optional provisions of the plan? . . . . .		
<b>(b)</b> Have you included a copy of the written representation describing the choices available to sponsoring organizations and the coordination of optional provisions? . . . . .		
<b>(4)</b> For a VS mass submitter, are applications on behalf of at least 30 unaffiliated practitioners sponsoring the same specimen plan on a word-for-word identical basis included? . . . . .		
<b>(5)</b> If this is a national sponsor request, do you maintain a list of: <b>(a)</b> 30 or more adopting employers in each of 30 or more states, or <b>(b)</b> 3,000 or more adopting employers that have adopted any master or prototype plan of the sponsor or any VS specimen plan of the practitioner which has a GUST opinion or advisory letter? (The determination as to whether there are 30 or more adopting employers or 3,000 or more adopting employers may be made on any one date during the 12-month period ending April 1, 2007). . . . .		

12

**I.R.S. SPECIFICATIONS TO BE REMOVED BEFORE PRINTING**

INSTRUCTIONS TO PRINTERS  
 FORM 4461-A PAGE 3 of 12  
 MARGINS: TOP 13mm (½”), CENTER SIDES. PRINTS: HEAD to HEAD  
 PAPER: WHITE WRITING, SUB. 20. INK: BLACK  
 FLAT SIZE: 216mm (8½”) x 279mm (11”)  
 PERFORATE: NONE

**DO NOT PRINT — DO NOT PRINT — DO NOT PRINT — DO NOT PRINT**

12

**Note:** This application is designed to be used in conjunction with Rev. Proc. 2005-16. A list of required modifications (LRM's) is also recommended for use and may be obtained from the IRS website at [www.irs.gov/ep](http://www.irs.gov/ep).

In items 10 through 12 indicate the article or section and page number of the plan or trust where the following provisions are contained. All questions must be answered. If not applicable, check "N/A" column; otherwise complete the "Article or Section and Page Number" column.

	N/A	Article or Section and Page Number	Change	For IRS Use Only
<b>10</b> Provisions applicable to all plans:				
<b>a</b> Definitions:				
Where does the plan define the following terms—				
(1) Year of service? . . . . .				(1)
(2) Break in service? . . . . .				(2)
(3) Hour of service under Department of Labor Regulations, including service with all employers aggregated under section 414(b), (c), (m), or (o), and service of any individual considered an employee for purposes of this plan under section 414(n) or (o)? . . . . .				(3)
(4) Elapsed time? . . . . .				(4)
(5) Plan year? . . . . .				(5)
(6) Compensation as defined in section 414(s) or limited by section 401(a)(17)? . . . . .				(6)
(7) Average annual compensation? . . . . .				(7)
(8) Earned income as defined in section 401(c)(2)? . . . . .				(8)
(9) Employee as described in section 414(b), (c), (m), (n), or (o)? . . . . .				(9)
(10) Leased employee as described in section 414(n) or (o)? . . . . .				(10)
(11) Highly compensated employee as defined in section 414(q)? . . . . .				(11)
(12) Owner-employee? . . . . .				(12)
(13) Self-employed individual? . . . . .				(13)
(14) Normal retirement age? . . . . .				(14)
(15) Straight life annuity? . . . . .				(15)
<b>b</b> Minimum participation standards:				
(1) Are the requirements for participation under the plan determined without regard to maximum age? . . . . .				(16)
(2) Will a new employee, otherwise eligible, participate on the earlier of the first day of the first plan year after meeting the minimum age and service requirements of section 410(a)(1) or 6 months after satisfying such requirements? . . . . .				(17)
(3) Does the initial eligibility computation period begin with the date on which the employee first performs an hour of service, and do subsequent eligibility computation periods: (1) begin with the anniversary of such date, or (2) shift to the plan year in accordance with section 2530.202-2(b) of the Department of Labor regulations? . . . . .				(18)
(4) Is the computation period for determining a break in service the same as is used to compute a year of service for eligibility after the initial computation period? . . . . .				(19)
(5) If all years of service are not counted for participation purposes, is the service not counted excludable under sections 410(a)(5)(B), (C), or (D)? . . . . .				(20) (21)
(6) Will an employee otherwise eligible, who is in an ineligible class of employees, immediately participate on becoming a member of an eligible class? . . . . .				(22)
<b>c</b> Accrual of benefits:				
(1) Does the benefit formula provide for wear-away and fresh-start rules? . . . . .				(23)
(2) Does the plan provide for the determination of a participant's frozen accrued benefit? . . . . .				(24)
(3) Does the plan provide for adjustments to frozen accrued benefits? . . . . .				(25)
(4) Does the current benefit formula provide for no permitted disparity and does it use the fractional accrual rule? . . . . .				(26)
(5) Does the current benefit formula provide for permitted disparity? . . . . .				(27)
(6) Does the plan define covered compensation, final average compensation, and taxable wage base? . . . . .				(27A)
(7) Does the plan provide adjustments for benefits beginning at a time other than normal retirement age? . . . . .				(27B)

INSTRUCTIONS TO PRINTERS  
 FORM 4461-A PAGE 4 of 12  
 MARGINS: TOP 13mm (1/2"), CENTER SIDES. PRINTS: HEAD to HEAD  
 PAPER: WHITE WRITING, SUB. 20. INK: BLACK  
 FLAT SIZE: 216mm (8 1/2") x 279mm (11")  
 PERFORATE: NONE

**DO NOT PRINT — DO NOT PRINT — DO NOT PRINT — DO NOT PRINT**

12

	N/A	Article or Section and Page Number	Change	For IRS Use Only
<b>10</b> Provisions applicable to all plans (continued):				
<b>c</b> Accrual of benefits (continued):				
(8) If the plan provides for permitted disparity, must mandatory employee contributions be allocated to a separate account? . . . . .				(27C)
(9) If fully insured, does the plan provide for permitted disparity with respect to employer-provided benefits? . . . . .				(27D)
(10) If the plan is integrated, is the employer-provided benefit limited in accordance with section 401(a)(5)(d)? . . . . .				(27E)
(11) If the plan has permitted disparity under an offset benefit formula, do retroactive amendments comply with the Social Security Act of 1983?				(27F)
<b>d</b> Benefits increases: For a fully insured plan, or a plan that provides an insured death benefit, is there a provision for purchasing additional contracts due to increases in compensation? . . . . .				(28)
<b>e</b> (1) Does the plan define an accrual computation period? . . . . .				(29)
(2) Does the plan define a year of credited service? . . . . .				(30)
(3) Does the rate of accrual under each benefit formula satisfy one of the following tests at all times:				
(a) 3 percent rule—section 411(b)(1)(A)? . . . . .				(31)
(b) 133 1/3 percent rule—section 411(b)(1)(B)? . . . . .				(31)
(c) Fractional rule—section 411(b)(1)(C)? . . . . .				(31)
(d) Fully insured plan rule—section 411(b)(1)(F)? . . . . .				(32)
(4) Does the plan provide for pre-ERISA accruals? . . . . .				(33)
(5) For purposes of determining accrued benefits, is the normal retirement benefit equal to the greater of the early retirement benefit under the plan or the benefit beginning at normal retirement age? . . . . .				(34)
(6) Do plan participants continue to accrue benefits without reduction in the rate of accruals solely on account of the attainment of any specified age? . . . . .				(35)
<b>f</b> Employee contributions:				
(1) If the plan permits employee contributions which are allocated to a separate account, does the plan comply with section 401(m)? . . . . .				(36)
(2) Does the plan provide a separate account for the portion of each employee's accrued benefit derived from voluntary employee contributions? . . . . .				(37)
(3) Are employee contributions (adjusted for investment experience) nonforfeitable at all times? . . . . .				(38)
(4) Does the plan require that deductible voluntary employee contributions will be maintained in a separate account? . . . . .				(39)
<b>g</b> Section 415 limitations:				
Are annual benefits limited as required by section 415? . . . . .				(40)

12

	N/A	Article or Section and Page Number	Change	For IRS Use Only
<b>10</b> Provisions applicable to all plans <i>(continued)</i> :				
<b>h</b> Distribution provisions:				
<b>(1)</b> Does the plan state the normal form in which benefits will be paid (life annuity, 10 years certain and life thereafter, etc.)? . . . . .				<b>(41)</b>
<b>(2)</b> Does the plan specify the actuarial assumptions to be used in determining actuarial equivalence which comply with Regulations section 1.417(e)-1? . . . . .				<b>(42)</b>
<b>(3)</b> Are the optional forms of benefits stated in the plan? . . . . .				<b>(43)</b>
<b>(4)</b> If the plan disregards service attributable to a distribution in computing the employer-derived accrued benefit, does the plan contain provisions that satisfy Regulations section 1.411(a)-7(d)(4)? . . . . .				<b>(44)</b>
<b>(5)</b> If the present value of the accrued benefit is greater than \$5,000, is consent of the participant and spouse (if applicable) required when benefits are immediately distributable within the meaning of Regulations section 1.417(e)-1? . . . . .				<b>(45)</b>
<b>(6) (a)</b> Does a married participant automatically receive a qualified joint and survivor annuity (QJSA), and an unmarried participant the normal form of life annuity? . . . . .				<b>(46)</b>
<b>(b)</b> Is the participant given an opportunity to make a qualified election to waive the automatic form of payment in a manner which satisfies section 417(a)(2) during the election period described in section 417(a)(6)(A)? . . . . .				<b>(46)</b>
<b>(7) (a)</b> Does the plan provide that the spouse of a deceased participant will receive a qualified preretirement survivor annuity (QPSA) that requires payments not less than the amount specified in section 417(c)(1) in the event of death before the annuity starting date? . . . . .				<b>(46)</b>
<b>(b)</b> Is the participant given an opportunity to make a qualified election to waive the QPSA in a manner which satisfies section 417(a)(2) during the election period described in section 417(a)(6)(B)? . . . . .				<b>(46)</b>
<b>(8)</b> Does the plan designate or enable the employer to elect the percentage (not less than 50%, nor more than 100%) of the survivor annuity provided under the QJSA? . . . . .				<b>(46)</b>
<b>(9) (a)</b> Does the plan provide for a written explanation of the automatic form of payment in a manner which satisfies section 417(a)(3)(A)? . . . . .				<b>(46)</b>
<b>(b)</b> Does the plan provide for a written explanation of the QPSA in a manner which satisfies section 417(a)(3)(B)? . . . . .				<b>(46)</b>
<b>(10)</b> Do benefits under the plan begin, unless otherwise elected in writing, no later than the 60th day after the latest of the close of the plan year in which: (i) the participant attains the earlier of age 65 or the plan's normal retirement age, (ii) the 10th anniversary of the year in which the participant began participation under the plan occurs, or (iii) the participant terminates his or her service with the employer? . . . . .				<b>(47)</b>
<b>(11)</b> If the plan contains an early retirement provision which requires or could require both a minimum age and service for eligibility, does a participant who meets the service requirement but separates from service before meeting the age requirement begin to receive benefits (unless otherwise elected) upon meeting the age requirement? . . . . .				<b>(48)</b>
<b>(12)</b> Does the plan provide that the terms of any annuity contract purchased and distributed by the plan to a participant or spouse shall comply with the requirements of the plan? . . . . .				<b>(49)</b>
<b>(13)</b> Are annuity contracts nontransferable when distributed? . . . . .				<b>(50)</b>



**Draft as of 11/28/2007**

	N/A	Article or Section and Page Number	Change	For IRS Use Only
<b>10</b> Provisions applicable to all plans (continued):				
<b>h</b> Distribution provisions (continued):				
<b>(14)</b> Does the plan require that, in accordance with section 401(a)(9):				
<b>(a)</b> Distributions be made beginning not later than the required beginning date? . . . . .				(51)
<b>(b)</b> Payment of the participant's interest be made at least as rapidly as under the method used prior to death, when the participant dies after distribution has started? . . . . .				(51)
<b>(c)</b> Payment of the participant's interest be made within 5 years of the participant's death, unless one of the exceptions in section 401(a)(9)(B)(iii) or (iv) applies, when payment of the participant's interest has not begun prior to death? . . . . .				(51)
<b>(d)</b> Distributions, if not made in a single sum, will satisfy the minimum distribution rules of section 401(a)(9) and the regulations there under, including the minimum distribution incidental benefit requirement of Regulations section 1.401(a)(9)-6 Q&A-2? . . . . .				(51)
<b>(15)</b> Does the plan provide that any preretirement death benefits are incidental? . . . . .				(52)
<b>(16)</b> Does the plan permit distributions only at normal retirement age, plan termination, termination of employment, death, or disability? . . . . .				(53)
<b>(17) (a)</b> Does the plan provide for the direct rollover of an eligible rollover distribution to an eligible retirement plan? . . . . .				(54)
<b>(b)</b> Does the plan provide for the automatic rollover of a mandatory distribution over \$1,000 to an individual retirement plan, unless the participant elects otherwise? . . . . .				
<b>(c)</b> If provided in the adoption agreement, does the plan specify the source from which it will accept rollovers, such as the types of plans? . . . . .				
<b>(18)</b> If the plan provides for suspension of benefits upon reemployment with the employer or continued employment beyond normal retirement age, does this provision comply with Department of Labor regulations? . . . . .				(55)
<b>(19)</b> Does the plan contain early termination provisions required by Regulations section 1.401-4(c)? . . . . .				(56)
<b>(20)</b> Does the plan contain pre-termination restrictions? . . . . .				(57)
<b>i</b> Vesting provisions:				
<b>(1)</b> Is a computation period for vesting purposes specified in the plan? . . . . .				(58)
<b>(2)</b> Is the computation period for determining a break in service the same period which is used to compute a year of service for vesting? . . . . .				(59)
<b>(3)</b> Does the plan provide that an employee will be fully vested on reaching normal retirement age? . . . . .				(60)
<b>(4)</b> Are vesting options limited so that at all times they will provide a percentage of nonforfeitable rights which is not less than the percentage that would be provided under one of the options under section 411(a)(2)? . . . . .				(61)
<b>(5)</b> If all years of service are not counted for vesting purposes, is the service not counted excludable under section 411(a)(4)? . . . . .				(62)
<b>(6)</b> Does the plan contain the vesting break in service one year holdout provision? . . . . .				(63)
<b>(7)</b> Does the plan contain the vesting break in service rule of parity? . . . . .				(64)
<b>(8)</b> Does a participant who has at least 3 years of service have a reasonable period of time after the adoption of an amendment which directly or indirectly affects the calculation of his or her nonforfeitable percentage (including a change to or from a top-heavy vesting schedule) to elect to have his or her nonforfeitable percentage computed without regard to the amendment? . . . . .				(65)
<b>(9)</b> Does the plan provide protection against cut back of vested rights or rights to accrued benefits under sections 411(a)(10)(A) and 411(d)(6)? . . . . .				(66)
<b>(10)</b> If participants may withdraw their contributions or earnings on them, may the withdrawal be made without forfeiting vested benefits based on employer contributions? . . . . .				(67)
<b>(11)</b> If benefits under the plan are forfeited when a participant or beneficiary cannot be located, does the plan provide for a reinstatement of the benefit if a claim is made? . . . . .				(68)

I.R.S. SPECIFICATIONS TO BE REMOVED BEFORE PRINTING

INSTRUCTIONS TO PRINTERS
FORM 4461-A PAGE 7 of 12
MARGINS: TOP 13mm (1/2"), CENTER SIDES. PRINTS: HEAD to HEAD
PAPER: WHITE WRITING, SUB. 20. INK: BLACK
FLAT SIZE: 216mm (8 1/2") x 279mm (11")
PERFORATE: NONE

DO NOT PRINT — DO NOT PRINT — DO NOT PRINT — DO NOT PRINT

12

10 Provisions applicable to all plans (continued):

j Top-heavy:

Table with 5 columns: Description, N/A, Article or Section and Page Number, Change, For IRS Use Only. Rows include questions about plan requirements, key employee definitions, and accrual rates.

k Amendment and termination:

Table with 5 columns: Description, N/A, Article or Section and Page Number, Change, For IRS Use Only. Rows include questions about plan amendments, M&P plan provisions, and termination benefits.

12

	N/A	Article or Section and Page Number	Change	For IRS Use Only
<b>(7)</b> If a VS plan allows the practitioner to amend on behalf of adopting employers, does the plan provide that:				
<b>(a)</b> the practitioner will amend the plan on behalf of all adopting employers?				(75)
<b>(b)</b> the practitioner will no longer have the authority to amend on behalf of any adopting employer as of the date the Service requires the employer to file Form 5300, Application for Determination for Employee Benefit Plan, as an individually designed plan due to an employer amendment to the plan to incorporate a type of plan not allowable in the VS program or as of the date the plan is otherwise considered an individually designed plan due to the nature and extent of the amendments?				(76)
<b>(c)</b> the practitioner maintains recordkeeping and notice requirements?				
<b>(8)</b> Does the adoption agreement of the VS plan, if applicable, contain, in close proximity to the employer’s signature line, the circumstances under which the employer may not rely on the advisory letter?				(77)
<b>10</b> Provisions applicable to all plans (continued):				
<b>I</b> Miscellaneous plan provisions:				
<b>(1)</b> Does the plan prohibit the assignment or alienation of benefits except as provided by sections 401(a)(13) and 414(p)?				(78)
<b>(2)</b> Do loans to plan participants satisfy the requirements of section 4975(d)(1) and the joint and survivor annuity requirements?				(79)
<b>(3)</b> Does the plan provide that corpus or income may not be diverted for purposes other than the exclusive benefit of employees or their beneficiaries?				(80)
<b>(4)</b> Does the plan provide that if it does not attain or retain qualification, the employer can no longer participate under the plan?				(81)
<b>(5)</b> If this is a master plan:				
<b>(a)</b> Is only a single funding medium available for use by all adopting employers?				(82)
<b>(b)</b> Does the plan provide that funds held in the master trust on behalf of an adopting employer will be removed as soon as administratively feasible if the employer’s plan does not attain or retain qualified status?				(83)
<b>(6)</b> If the employer maintains a plan of a predecessor employer, does the plan provide that service with the predecessor employer will be counted as service with the employer?				(84)
<b>(7)</b> Does the plan provide that in the event of any conflict between provisions of the plan and the terms of any policy or contract issued under the plan, the provisions of the plan will control?				(86)
<b>(8)</b> If the plan provides for investment in insurance contracts, does it provide for the disposition of dividends and other credits?				(87)
<b>(9)</b> Does the adoption agreement contain the sponsor or representative’s name, address, and telephone number for the purpose of adopting employer’s inquiries?				(88)
<b>(10)</b> Does the adoption agreement contain a cautionary statement describing the limitations on employer reliance on an opinion or advisory letter without a determination letter and that the failure to properly fill out the adoption agreement may result in disqualification of the plan?				(88)
<b>(11)</b> Does the adoption agreement contain a statement which provides that the sponsor will inform the adopting employer of any amendments made to the plan or of the discontinuance or abandonment of the plan?				(88)
<b>(12)</b> Does the plan contain a provision that incorporates the requirements of section 414(u) of the Code (USERRA) (see instructions)?				(89)
<b>(13)</b> Does the plan contain any sub-trusts for life insurance?				



Deleted, Part III for Paired Plans in its entirety and renumbered

12

**Part II (M&P only) Complete This Part If You Are Filing for a Standardized Plan**

	N/A	Article or Section and Page Number	Change	For IRS Use Only
<b>11</b> With respect to this standardized plan:				
<b>a</b> Does the plan cover all employees (including individuals required to be considered employees according to section 414(n) or (o) and employees of other members of groups aggregated under sections 414(b), (c), (m) or (o) other than employees who may be excluded under section 410(a)(1) or (b)(3)?				(90)
<b>b</b> Are the eligibility requirements not more favorable for highly compensated employees, as defined in section 414(q), than for other employees?				(91)
<b>c</b> Does the adoption agreement contain, in close proximity to the employer's signature line, the circumstances under which the adopting employer may not rely on the opinion letter (as set forth in section 19 of Rev. Proc. 2005-16), including a statement that the employer, in order to obtain or retain reliance, must obtain a determination letter if the employer ever has maintained any other plan (including a welfare benefit plan)?				

**Part III (M&P only) Complete This Part If You Are Filing for a Nonstandardized Plan**

<b>12</b> With respect to this nonstandardized plan:				
<b>a</b> If the plan provides for mandatory contributions, does the adoption agreement provide an election for the adopting employer to specify the level of these contributions?				(102) 92
<b>b</b> Does the plan define the accrued benefit derived from employer contributions as the total accrued benefit, less the accrued benefit derived from mandatory employee contributions as provided in Regulations section 1.411(c)-1?				(103) 93
<b>c</b> Is the accrued benefit attributable to mandatory employee contributions nonforfeitable at all times?				(104) 94
<b>d</b> Does the plan meet the minimum age and service requirements of section 410(a)(1)?				(105) 95
<b>e</b> Does the plan exclude categories of employees participation in addition to those who may be excluded under section 410(a)(1) or section 410(b)(3)?				(105) 96
<b>f</b> Does the plan give the employer the option to satisfy one of the nondiscrimination design-based safe harbors?				(106) 97
<b>g</b> Does the adoption agreement contain, in close proximity to the employer's signature line, the circumstances under which adopting employers may not rely on an opinion letter issued by EP Rulings and Agreements, with respect to the qualification of this plan unless they apply to EP Determinations for a Determination Letter?				(107) 98
<b>h</b> Does the plan give the employer the option to select total compensation?				(108) 99

12

INSTRUCTIONS TO PRINTERS  
 FORM 4461-A PAGE 10 of 12  
 MARGINS: TOP 13mm (½"), CENTER SIDES. PRINTS: HEAD to HEAD  
 PAPER: WHITE WRITING, SUB. 20. INK: BLACK  
 FLAT SIZE: 216mm (8½") x 279mm (11")  
 PERFORATE: NONE

**DO NOT PRINT — DO NOT PRINT — DO NOT PRINT — DO NOT PRINT**

Deleted:

"Paired plans. If you want to receive an opinion letter on a paired plan, complete Parts I, II, and III."

Deleted: A non standardized safe harbor plan must meet the requirement of section 4.14 of Rev. Proc. 2000-20, 2000-6 I.R.B. 553.

12

Form 4461-A (Rev. ~~1-1-2007~~)

Page 10

## General Instructions

### Purpose of Form

Use Form 4461-A to apply for initial approval of, or for approval of an amendment to a master or prototype (M&P) or Volume Submitter (VS) defined benefit plan.

Be sure to submit a complete and accurate application. Complete every applicable line on the application. If an item does not apply, check the "N/A" box or enter "N/A" on the line. If your application is not complete, we will return it without processing it. The first page must be typed.

The questions are designed so that, unless they are not applicable, the article or section and page numbers indicating the location in the plan of the provision should be entered in the appropriate column. The column marked "CHANGE" is for IRS use only.

Unless otherwise noted, the questions in Part I apply to both M&P and VS defined contribution plans. Parts II and III apply to M&P Plans. This form was originally used only for M&P plans, and many items, unless specifically referring to VS plans, are based on a Listing of Required Modifications (LRM's) containing sample language designed for use in drafting M&P plans. VS practitioners may also use this language if appropriate, and should still complete applicable parts of the Form, or explain why a particular question is not applicable.

**Request for additional information.** If a letter requesting additional information or changes to plan documents is sent to the sponsor, VS practitioner, or authorized representative, such information and/or changes must be received no later than 30 days from the date of the letter. Failure to respond timely may result in the application being considered withdrawn. An extension of the 30-day time limit will only be granted for good cause.

**Inadequate submissions.** The IRS will return, without further action, plans which are not in substantial compliance with the qualification requirements or plans that are so deficient that they cannot be reviewed in a reasonable amount of time.

### Who May File

**Master or prototype plans.** Sponsors, mass submitters, and national sponsors (see Definitions later).

**Volume submitter plans.** Practitioners (including national sponsors) and mass submitters (see Definitions later).

### What To File

One copy of Form 4461-A should be submitted for each different adoption agreement or for each separate adoption agreement.

For initial approval, file this application and each applicable document listed in item 9a. For approval of an amendment, file this application and a copy of each applicable document listed in item 9b.

Different parts of this form must be completed depending on the type of plan for which you want approval.

**Standardized plans.** If you want to receive an opinion letter on a standardized plan, complete Parts I and II.

**Nonstandardized plans.** If you want to receive an opinion letter on a plan other than a standardized, complete Parts I and III.

**Multiple plans.** A sponsor may utilize one basic plan document for several plans. A sponsor may, for example, submit four applications for a given defined benefit basic plan document (an integrated standardized plan, a nonintegrated standardized plan, an integrated nonstandardized plan, and a nonintegrated nonstandardized plan). A separate adoption agreement and completed application must be provided for each such defined benefit plan. In the case of a simultaneous submission, only one basic plan document need be submitted. If the request is not simultaneous, separate basic plan documents must be submitted (but the number assigned to the basic plan document of a master or prototype plan remains the same).

### Where To File

**Master or prototype plan.** Send applications for opinions and advisory letters to:

Internal Revenue Service  
 P.O. Box 2508; Room 5106  
 Cincinnati, OH 45201

Attn: M&P Coordinator in the case of an application for an opinion letter, and attn: VS Coordinator in the case of an application for an advisory letter.

For both types of application, a request shipped by Express Mail or a delivery service should be sent to the attention of the VS Coordinator or the M&P Coordinator, whichever is applicable to:

Internal Revenue Service  
 550 Main Street  
 P.O. Box 2508; Room 5106  
 Cincinnati, OH 45202

**Delete**

**Signature.** Form 4461-A must be signed by a partner or officer of the applicant who is authorized to sign, or other person authorized by a power of attorney. The power of attorney should be filed with the application.

**Disclosure requested by taxpayer.** A taxpayer may request the Service to disclose and discuss the return or return information with any person(s) the taxpayer designates in a written request. If you want to designate a person(s) to assist in an application for approval, you must provide the IRS office of jurisdiction with a written request that contains:

- The taxpayer's name, address, employer identification number, and plan number(s).
- The name, address, social security number, and telephone number(s) of the person or persons whom you are authorizing to receive return information.
- A paragraph that clearly describes the return or return information that you authorize the IRS to disclose.
- An authorized signature.

As an alternative to providing the above statement, you may submit Form 2848, Power of Attorney and Declaration of Representative.

### Definitions

**Adoption agreement.** The portion of the plan containing all the options that the adopting employer may select. The adoption agreement may include blanks or fill-in provisions for the employer to complete if it also includes parameters on these provisions that preclude an employer from completing them in a manner that could violate the qualification requirements. Each separate adoption agreement is treated as a separate plan and will receive its own opinion letter.

**Basic plan document.** The portion of the plan containing all the nonelective provisions applicable to all adopting employers. No options (including blanks to be completed) may be provided in the basic plan document except for options in flexible plans.

**Flexible plan.** A plan submitted by a mass submitter which contains certain optional provisions as allowed by section 12.03(1) of Rev. Proc. 2005-16, 2005-10 I.R.B. 674. Sponsors that adopt a flexible plan may include or delete any optional provision designated as such in the mass submitter's plan. A flexible plan adopted by a sponsor which differs from the mass submitter plan only because of the deletion of certain optional provisions will be treated as a word-for-word identical plan to the mass submitter plan.

Deleted: A sponsor in pairing a defined benefit plan with a defined contribution plan may provide an integrated defined benefit plan, and a nonintegrated defined benefit plan as part of the paired plan arrangement only if both the integrated defined benefit plan and the nonintegrated defined benefit plan share the identical basic plan document.

Paired plans must be submitted simultaneously. Paired plans are paired by the basic plan documents.

## INSTRUCTIONS TO PRINTERS

FORM 4461-A PAGE 11 of 12

MARGINS: TOP 13mm (½"), CENTER SIDES. PRINTS: HEAD to HEAD

PAPER: WHITE WRITING, SUB. 20. INK: BLACK

FLAT SIZE: 216mm (8½") x 279mm (11")

PERFORATE: NONE

**DO NOT PRINT — DO NOT PRINT — DO NOT PRINT — DO NOT PRINT****Draft as of 11/28/2007**

12

Form 4461-A (Rev. 11-2007)

Page 11

**Mass submitter.** As set forth in Rev. Proc. 2005-16, any entity that submits applications on behalf of at least 30 unaffiliated sponsors each of which is sponsoring, on a word-for-word identical basis, the same basic plan document and one or more of the adoption agreements associated with that basic plan document. Once the mass submitter has submitted applications on behalf of 30 unaffiliated sponsors with respect to any basic plan document, it will be treated as a mass submitter with respect to all the other basic plan documents and associated adoption agreements for which it requests opinion letters, regardless of the number of identical adopters of such other plans.

Notwithstanding the above, any entity that received a favorable **GUST** opinion letter for a plan as a mass submitter will continue to be treated as a mass submitter if it submits applications on behalf of at least 10 sponsors (regardless of affiliation) each of which is sponsoring, on a word-for-word identical basis, the same basic plan document and one or more of the adoption agreements associated with that basic plan document. Once the mass submitter has submitted applications on behalf of 10 sponsors with respect to any basic plan document, it will be treated as a mass submitter with respect to all the other basic plan documents and associated adoption agreements for which it requests opinion letters, regardless of the number of identical adopters of such other plans. Affiliation is determined under sections 414(b) and (c) of the Code. Additionally, the following will be considered to be affiliated: any law, accounting, consulting firm, etc. with its partners, members, associates, etc.

**Master plan.** A form of plan that is made available by a sponsor for adoption by employers for which a single funding medium (for example, a trust or custodial account, see section 4.05 of Rev. Proc. 2005-16) is established, as part of the plan, for the joint use of all adopting employers. A master plan consists of a basic plan document, an adoption agreement, and, unless included in the basic plan document, a trust or custodial account document.

**National Sponsor.** A sponsor which has either: (a) 30 or more adopting employers in each of 30 or more states, or (b) 3,000 or more adopting employers on any one date during the 12-month period ending on April 18, 2005. For this purpose, an adopting employer is any employer that has adopted any plan of the sponsor which has a **GUS** opinion or notification letter.

**GUST**

**Prototype plan.** A form of plan that is made available by a sponsor for adoption by employers under which a separate funding medium is established for each adopting employer. A prototype plan consists of a basic plan document, an adoption agreement, and unless the basic plan document incorporates a trust or custodial account agreement the provisions of which are applicable to all adopting employers, a trust or custodial account document.

**Specimen Plan.** A specimen plan is a sample plan, including the related trust or custodial account, of a VS practitioner (rather than the actual plan of an employer). A specimen plan may include an adoption agreement.

**Sponsor.** Any person that has an established place of business in the United States where it is accessible during every business day and represents to the Service that it has at least 30 employer-clients each of which is reasonably expected to adopt the sponsor's basic plan document and one or more of the adoption agreements associated with that basic plan document. Once a person represents to the Service that at least 30 employers are reasonably expected to adopt its basic plan document, it will be treated as a sponsor with respect to all the basic plan documents and associated adoption agreements for which it requests opinion letters, regardless of the number of employers that are expected to adopt such other plans. Notwithstanding the above, any person that has an established place of business in the United States where it is accessible during every business day and is a word-for-word identical adopter or minor modifier adopter of an M&P plan of a mass submitter will be treated as a sponsor with respect to such plan, regardless of the number of employers that are expected to adopt such plan.

**Standardized plan.** A plan that meets the specific requirements of Part II of this form.

**VS Mass Submitter.** Any person that has an established place of business in the United States where it is accessible during every business day and submits advisory letter application on behalf of at least 30 unaffiliated practitioners each of which is sponsoring, on a word-for-word identical basis.

**VS Practitioner.** Any person that has an established place of business in the United States where it is accessible during every business day and represents to the Service that it has at least 30 employer-clients each of which is reasonably expected to timely adopt a

plan that is substantially similar to the VS practitioner's specimen plan.

**Volume Submitters without Adoption Agreements.** A VS specimen plan may include blanks or fill-in provisions for the employer to complete only if the plan also includes parameters on these provisions that preclude an employer from completing them in a manner that could violate the qualification requirements.

## Specific Instructions

**Line 1.** All applications must be accompanied by the appropriate user fee from the schedule set forth in Rev. Proc. 2007-8, I.R.B. 2007-1, 230 when filing Form 4461-A. Applications submitted without the proper user fee will not be processed and will be returned to the applicant.

**Line 3a.** Enter the name and address of the applicant. If the Post Office does not deliver mail to the street address and the sponsor has a P.O. box number, show the box number instead of the street address.

**Line 3d.** Complete type of applicant. If Volume Submitter Practitioner is the type that has either (a) 30 or more adopting employers in each of 30 or more states or (b) 3,000 or more adopting employers, check the box next to Volume submitter national sponsor.

**Line 4a.** If the person to be contacted is other than an employee of the applicant, please enclose an authorized power of attorney. See **Disclosure requested by taxpayer** on page 10.

**Line 4c.** The applicant should include an email address in order for the IRS to send an interim email notifying the applicant that review of the applicable plan has been completed, subject to final approval by opinion or advisory letter.

**Line 5a.** Enter the two-digit basic plan document number you have assigned to the specimen plan or basic plan document designed to accompany the adoption agreement for which you are requesting approval. All basic plan documents from one sponsor which are the same (word-for-word) should use the same two-digit number on all applications. The first basic plan document submitted should be numbered "01," the second, "02." The first specimen plan should be numbered "001," the second "002," etc.

**Line 5b.** Enter the three-digit number you have assigned to the adoption agreement for which this application is submitted. Each different adoption agreement designed to accompany a single basic plan document should be given a different three-digit number beginning with "001." For example, if the



I.R.S. SPECIFICATIONS TO BE REMOVED BEFORE PRINTING

INSTRUCTIONS TO PRINTERS
FORM 4461-A PAGE 12 of 12
MARGINS: TOP 13mm (1/2"), CENTER SIDES. PRINTS: HEAD to HEAD
PAPER: WHITE WRITING, SUB. 20. INK: BLACK
FLAT SIZE: 216mm (8 1/2") x 279mm (11")
PERFORATE: NONE

DO NOT PRINT — DO NOT PRINT — DO NOT PRINT — DO NOT PRINT

Draft as of 11/28/2007

first basic plan document of a sponsor has four different adoption agreements, they should be numbered "001" through "004," and four different Forms 4461-A should be submitted. Adoption agreements submitted with the second or any subsequent basic plan documents (that are not word-for-word identical to a previously submitted basic plan document) should be similarly numbered beginning with "001."

Line 7. Indicate if this plan provides for permitted disparity in accordance with sections 401(a)(5) and 401(l).

Line 9. Procedural requirements. A separate application must be submitted for each different plan/adoption agreement combination.

Line 9b. The applicant must submit, along with this application, either: (a) a copy of the amendment, a description of the amendment and its effect on the plan, and a working copy of the plan currently in effect, or (b) a copy of the amended plan in restated form with areas of change highlighted (a restated plan). If a restated plan is being submitted with this application, a copy of the amendment and a description of the amendment need not be submitted. The Internal Revenue Service may, at its discretion, require plan restatement any time it deems necessary.

Line 9c. If you checked "Yes," submit a copy of such plan with language differences highlighted. Attach a cover letter which provides the name and file folder number of the plan (including the

name and EIN of the sponsor), a list of all plans written by the plan drafter which are substantially identical to the lead plan (including the information described above), a description of each place where the plan for which the application is being submitted is not word-for-word identical to the language of the lead plan (including an explanation of the purpose and effect of each difference), and a certification, made under penalty of perjury by the plan drafter, that the information describing where the plan language is not word-for-word identical is true and complete.

Line 9e. The mass submitter should use Form 4461-B, Application for Approval of Master or Prototype or Volume Submitter Plans, when submitting applications on behalf of its adopting sponsors/practitioners.

Line 10l. A plan sponsor will be treated as satisfying the requirements of the Uniformed Services Employment and Reemployment Rights Act of 1994 (USERRA) and section 414(u) if the terms of the plan provide that an employee reemployed after qualified military service is not treated as incurring a break in service, for purposes of vesting and benefit accruals, solely because of an absence due to qualified military service.

Paperwork Reduction Act Notice. We ask for the information on this form to carry out the Internal Revenue laws of the United States. You are required to give us this information. We need it to determine whether you meet the legal requirements for plan approval.

You are not required to provide the information requested on a form that is subject to the Paperwork Reduction Act unless the form displays a valid OMB control number. Books or records relating to a form or its instructions must be retained as long as their content may become material in the administration of any Internal Revenue law. Generally, tax returns and return information are confidential, as required by Code section 6103.

The time needed to complete and file this form will vary depending on the individual circumstances. The estimated average time is:

- Recordkeeping . . . 42 hr., 34 min.
Learning about the law or the form . . . 6 hr., 1 min.
Preparing the form . . . 7 hr., 55 min.
Copying, assembling, and sending the form to the IRS 16 min.

If you have comments concerning the accuracy of these time estimates or suggestions for making this form simpler, we would be happy to hear from you. You can write to the Internal Revenue Service, Tax Products Coordinating Committee, SE:W:CAR:MP:T:T:SP, 1111 Constitution Ave., NW, IR-6526, Washington, DC 20224. DO NOT send this form to this address. Instead, see Where To File on page 10.

Do not