Confidential Business Planning Profile

Contents					
	Page				
General Business Information	1				
Business Valuation Information	3				
Business Continuation Planning	5				
Key Employee Indemnification Planning	8				
Selective Executive Benefit Planning	9				
Owner/Key Employee Disability Planning	12				
Business Loan Planning	14				
Employee Benefit Planning	15				
Employee Census	20				
Document Checklist	21				

Prepared for:		
Prepared by:		
Date:		

JP FF.04 ed. 01-04

© VSA, LP The information, general principles and conclusions presented in this report are subject to local, state and federal laws and regulations, court cases and any revisions of same. While every care has been taken in the preparation of this report, neither VSA, L.P. nor The National Underwriter is engaged in providing legal, accounting, financial or other professional services. This report should not be used as a substitute for the professional advice of an attorney, accountant, or other qualified professional.

General Business Information

A.		ne of Business:		
		ne Number:ail Address:	Fax Number:	
В.	Bus	iness Organization		
	Ο	Sole Proprietorship		
	0	Partnership		
	0	Corporation	(State of:)
	Ο	S-Corporation	(State of:)
	Ο	P-Corporation	(State of:)
	Ο	Limited Liability Company	y (State of:)
	Natu	ure of Business:		
	Date	e Established:	_ Marginal Tax Bracket (Corpo	ration):%
	Fisc	al Year End:	O Cash O A	ccrual
	Num	nber of Employees (including	owners): Full-Time:	Part-Time:
	1. [Does this business own an i	nterest in any other business?	O Yes O No
	2. [Does any other business ow	n an interest in this business?	O Yes O No
		Do owner(s) of this business ousiness?	own interest(s) in any other	O Yes O No
	ļ	Provide details of any YES	answers:	
	-			
	-			

General Business Information (continued)

C. Owners

Name	Title	Date of Birth	Sex	Ownership Interest	Annual Compensa -tion	Personal Tax Bracket
1		//	M F	%	\$	%
2		//	M F	%	\$	%
3		//	M F	%	\$	%
4		//	M F	%	\$	%
5			M F	%	\$	%

D. Officers/Key Employees (other than owners)

Name	Title	Date of Birth	Sex	Annual Compensation	Personal Tax Bracket
1		//	M F	\$	%
2		//	M F	\$	%
3		//	M F	\$	%
4		//	M F	\$	%
5		//	M F	\$	%

E. Professional Advisors

Firm Name:	Phone:
Accountant: Firm Name: Address:	Phone:
Banker: Firm Name: Address:	Phone:
P&C Agent: Firm Name: Address:	Phone:
Other:	Phone:

[©] VSA, LP JP FF.04

ed. 01-04

Confidential Business Planning Profile	Page 3

Address:

Business Valuation Information

A. Book Value (as of ____/___)

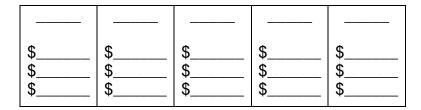
Total Assets (from Balance Sheet) \$______

Total Assets Adjusted for Appreciation/Depreciation \$______

Total Liabilities (from Balance Sheet) \$______

B. Earnings History

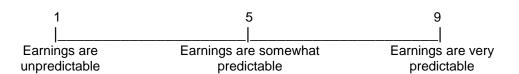
Year Gross Earnings Before Taxes Gross Sales After-Tax Net Profits



C. Predictability of Earnings:

What is the risk that past business earnings will not continue in the future?

(1 - 9)



D. Expected Return: $\frac{\%}{(8\%-20\%)}$

What rate of return could an investor reasonably expect to receive on capital invested in this business?



Business Valuation Information (continued)

E.	Goodwill: years
	For how many years can goodwill reasonably be expected to last after the business is transferred to another party?
F.	Owner's Estimate: \$
	What is the owner's estimate of the fair market value of the business?
G.	Additional Business Valuation Information:

(Section D)

Business Continuation Planning

A.	Business Continuation Planning Objective				
	In the event of your death, do you want your business interest: O Retained for Family (Section				
		O Sold	(Section C)		

B. Objective: Retain the Business for Family

1. For whom do you want the business interest retained?

Name	Age	Relationship	Current Position	Ownership Interest
				%
				%
				%
				%
				%

O Liquidated

2.	How do you want your business interest transferred?
	O by will (at death)
	O by gift (during life)
	O by sale (during life or at death) Funding?
3.	Will your estate have sufficient liquid assets to pay your estate settlement bill?
4.	What percentage of your estate is represented by your business interest?
5.	s there a need to provide additional working capital during the transition period?
6.	What plans do you have to continue an income to surviving dependents not active in the business?
7.	s there a need to equalize inheritances among surviving family members

Business Continuation Planning (continued)

C. Objective: Sell the Business

1. To whom will your business interest be sold?

Name	Age	Relationship	Currently Active? (Y or N)	% of your business interest
			Y N	%
			ΥN	%
			Y N	%
			Y N	%
			Y N	%

Do you hav	ve a written Buy-Sell Plan?	
------------------------------	-----------------------------	--

3	lf	YFS

a.	What type is it?	O Cross Purchase	O Entity Purchase			
b.	When was it impleme	nted?	Last reviewed?			
C.						
d.	d. How is the purchase price determined?					
e.	Is your Buy-Sell Plan	funded?				
	If so, how?					
	If not, where will the fu	unds come from to co	emplete the purchase?			
f.	Does your plan still actits owner(s)?		needs of your business and			

Business Continuation Planning (continued)

OB	jective: Liquidate the Business
1.	What do you think the liquidation value of your business would be toda \$
2.	How does this liquidation value compare to the value of your business a going concern?
3.	Will your estate have sufficient liquid assets to pay your estate settlem bill?
4.	
	What plans have you made to continue an income to yourself or your family in the event of your disability or death? ditional Business Continuation Planning Information:
	family in the event of your disability or death?
	family in the event of your disability or death?
	family in the event of your disability or death?
	family in the event of your disability or death?
	family in the event of your disability or death?

Key Employee Indemnification Planning

A. Identification of Key Employees

- 1. Does the business have any key employees, including owner(s), whose death would have an adverse financial impact on the business?
 - O Yes O No

B. Key Employee Valuation Factors

Name of Key Employee	Total Annual Salary	Annual Salary Attributed to Routine Duties	Cap Factor (1) (2-10)	Contribution % (2)	Years to Replace (3) (1-10)	Amount of existing key employee insurance
	\$	\$		%		\$
	\$	\$		%		\$
	\$	\$		%		\$
	\$	\$		%		\$
	\$	\$		%		\$

- (1) Indicate the capitalization factor or multiplier from 2 to 10 that reflects the importance of the key employee's contribution to the success of the business (the more critical the key employee's contribution, the higher the factor should be).
- (2) How much of the success of the business can be attributed to the skills of the key employee?
- (3) How many years will it take to replace the key employee's unique contributions to management success?

C.	Additional Key	Employee	Indemnification	Planning	Information:
----	-----------------------	----------	-----------------	----------	--------------

Selective Executive Benefit Planning

A. Selective Executive Benefit Plan Survey

1. What selective executive benefits does the business currently provide?

	Yes	No	
Type of Plan	No. of Executives Covered	Insured? (Y or N)	Of Interest? (Y or N)
Split Dollar Executive Bonus Deferred Compensation Group Carve-Out Death Benefit Only Directors' Deferral Plan Other:		Y N Y N Y N Y N Y N Y N Y N	Y N Y N Y N Y N Y N Y N Y N Y N

	B.	Spli	it Do	llar	Plan
--	----	------	-------	------	------

	1.	How are owners/key executives currently paying for personal life insurance?			
		O After-Tax Personal Dollars O Corporate Dollars			
	2.	Would the owners be interested in learning about how corporate dollars can be used to pay personal life insurance premiums?			
		O Yes O No			
	3.	Notes:			
			_		
C.	Exe	cutive Bonus Plan			
	1.	Does the business have key executives it would be interested in rewardin with a selective executive benefit that is tax deductible?	g		
		O Yes O No			
	2.	Notes:			
			_		

Deferred Compensation Plan

D.

Selective Executive Benefit Planning (continued)

1.	Does the bus plan?	siness currently ha	ave a non-qualified	deferred compe	nsation
	_	_			

If YES: Retirement Benefit Formula: Pre-Retirement Death Benefit?: Are benefits provided by executive salary deferrals?: Date Installed: If NO, would the business be interested in a plan that can provide benefits to selected key employees on a discriminatory basis? a. Benefits to Provide: O Retirement Benefits O Pre-Retirement Death Benefits Formula: O Pre-Retirement Disability Benefits D Benefits to Be Provided by: O Executive Salary Deferrals O In Addition to Regular Compensation Notes:	plan	1?		
Retirement Benefit Formula: Pre-Retirement Death Benefit?: Pre-Retirement Disability Benefit?: Are benefits provided by executive salary deferrals?: Date Installed: Last Reviewed: If NO, would the business be interested in a plan that can provide benefits to selected key employees on a discriminatory basis? a. Benefits to Provide: O Retirement Benefits Pormula: O Pre-Retirement Death Benefits Formula: O Pre-Retirement Disability Benefits Formula: O Pre-Retirement Disability Benefits to Be Provided by: O Executive Salary Deferrals O In Addition to Regular Compensation	0	Yes	O No	
Pre-Retirement Death Benefit?: Amount:	If YE	ES:		
deferrals?: Date Installed: Last Reviewed:	Pre	e-Retir	ement Death Benefit?:	
If NO, would the business be interested in a plan that can provide benefits to selected key employees on a discriminatory basis? a. Benefits to Provide: O Retirement Benefits Formula: O Pre-Retirement Death Benefits Formula: O Pre-Retirement Disability Benefits Formula: O Benefits to Be Provided by: O Executive Salary Deferrals O In Addition to Regular Compensation				ary O Yes O No
to selected key employees on a discriminatory basis? a. Benefits to Provide: O Retirement Benefits Formula: O Pre-Retirement Death Benefits Formula: O Pre-Retirement Disability Benefits Formula: O Benefits to Be Provided by: O Executive Salary Deferrals O In Addition to Regular Compensation	Da	te Inst	alled:	Last Reviewed:
O Retirement Benefits Formula: O Pre-Retirement Death Benefits Formula: O Pre-Retirement Disability Benefits Formula: D Pre-Retirement Disability Benefits Formula: D Description O Executive Salary Deferrals O In Addition to Regular Compensation		•		•
O Pre-Retirement Death Benefits Formula: O Pre-Retirement Disability Benefits Formula: b. Benefits to Be Provided by: O Executive Salary Deferrals O In Addition to Regular Compensation	a.	Ber	nefits to Provide:	
O Pre-Retirement Disability Benefits Formula: b. Benefits to Be Provided by: O Executive Salary Deferrals O In Addition to Regular Compensation		_		
Benefits Formula: b. Benefits to Be Provided by: O Executive Salary Deferrals O In Addition to Regular Compensation		0		Formula:
O Executive Salary Deferrals O In Addition to Regular Compensation		O	•	Formula:
O In Addition to Regular Compensation	b.	Ber	nefits to Be Provided by:	
in / taalien te regalar eempenealien		0	Executive Salary Deferrals	
Notes:		0	In Addition to Regular Comp	pensation
	Note	es:		

Directors' Deferral Plan

E.

Selective Executive Benefit Planning (continued)

1.	Does the business currently have a plan that defers taxation of directors' fees? O Yes O No
2.	If YES : Benefit Formula:
	Date Installed: Last Reviewed:
3.	If NO , would the business be interested in a plan that defers taxation of directors' fees?
	Benefit Formula:
4.	Notes:
Othe	er Executive Benefit Plans
Descr	ibe:

F.

Owner/Key Employee Disability Planning

A. Disability Planning Survey

1. What plans has the business implemented to provide for the disability of an owner or key employee?

	Yes		
Type of Plan	No. of Owners/ Key Employees Covered	Insured? (Y or N)	Of Interest? (Y or N)
Salary Continuation		ΥN	ΥN
Business Overhead Expense		ΥN	ΥN
Other:		Y N	ΥN

B. Salary Continuation Plan

1.	Does the business currently have an insured salary continuation plan	
	O Yes O No	
2.	If YES:	
	Disability Benefit Formula:	
	Waiting Period: Benefit Period:	
	Annual Premiums:	
	Date Installed:	Last Reviewed:
3. If NO , would the business be interested in a p income of a disabled owner or key employee?		·
	Disability Benefit Formula:	
	Waiting Period:	
	Benefit Period:	
4.	Notes:	

Owner/Key Employee Disability Planning (continued)

C. Business Overhead Expense Plan

1.	Does the business currently h plan?	ave an insured business overhead expense
	O Yes O No	
2.	If YES:	
	Monthly Benefit Amount: Waiting Period: Benefit Period:	
	Annual Premium:	
	Date Installed:	Last Reviewed:
3.	· · · · · · · · · · · · · · · · · · ·	interested in a plan that uses tax-deductible t continuing business overhead expenses will orter-term disability?
	Approximate Monthly Busine	ss Overhead Expenses: \$
4.	Notes:	

Business Loan Guarantees

A.

В.

Business Loan Planning

1.	In order for the business to obtain a loan or line of credit, do owners have to personally co-sign?			
	O Yes O No			
Outs	standing Business Loan	ns		
1.	Does the business curre	ently have any outstanding business loans?		
		Financial Institution:		
		Financial Institution:		
		Financial Institution:		
	Amount: \$	Financial Institution:		
2.	•	to guarantee repayment of any outstanding vent of an owner's death?		
	O Yes O No			

3.

Employee Benefit Planning

A. Employee Benefit Plan Survey

1. What employee benefits does the business currently provide?

Type of Plan	Yes	No
Group Life		
Group Health		
Group Dental		
Group Disability		
Pension/Profit-Sharing Plan		
401(k) Plan		
SEP Plan		
Cafeteria Plan		
Payroll Deduction Plan		

2.	Ideally, which of these employee benefit plan features are most important
	to the owners? (check all that apply)

Ο	Tax Deductibility
$\overline{}$	rax Deductionity

0	Rewarding	Kev E	olam	vees
_	rtowaranig	I VO y L		y

O	Employee Satis	faction/Appreciation
---	-----------------------	----------------------

- O Employee Financial Security
- O Retirement Benefits
- O Pre-Retirement Death Benefits
- O Disability Benefits
- O Low Cost
- O Other: _____

В.

Employee Benefit Planning (continued)

Group Insurance				
Indi	cate the group insurance benefits currently provided:			
0	Group Life		Amount: Dependents?:	
0	Group Health	0 0 0	Major Medical HMO PPO	
0	Dental			
Ο	Disability	O Short-Term	Benefit Amount: Waiting Period: Benefit Period:	
		O Long-Term	Benefit Amount: Waiting Period: Benefit Period:	
0	Other:			
Is the business interested in any additional benefits?				
0	Yes O No			
Is the business satisfied with current rates, benefits and service?				
0	Yes O No			
Date Group Insurance Program Last Reviewed:				

Notes: _____

5.

C.

Employee Benefit Planning (continued)

Qua	litiea F	'ians						
1.	Does the business currently have a tax-qualified retirement plan(s)? O Yes O No							
2.	If YES:							
	a.	 a. What type(s) of qualified retirement plan(s) does the currently have? 						
		0	Pension	Plan:	0	Defined Benefit		
					0	Defined Contribution		
					0	Target Benefit		
		0	Profit-Sh	naring Plan:	0	Profit Sharing		
					0	401(k)		
					0	SEP		
					0	SIMPLE		
					0	Cafeteria		
	b.	Is the business satisfied with current plan benefits, investment returns and service?						
		0	Yes	O No				
	C.	Date	e Installed	st Reviewed:				
	d. Notes:							

3.

Employee Benefit Planning (continued)

NO							
	Would the business be interested in learning more about a qualified retirement plan?						
	O Yes O No						
	Ideally, what do the owners feel that a qualified retirement plan should provide? (check all that apply)						
	O Retirement income for all employees						
	O Retirement income for key employees						
	O Current tax deductions						
	O Assistance in hiring and retaining quality employees						
	O Life insurance benefits						
	O Shared employer/employee contributions						
	O Contribution flexibility						
	O Savings incentives						
	O Other:						
	If these objectives can be accomplished, how much does the business think is reasonable to contribute annually on a tax-deductible basis to a qualified retirement plan?						
	\$per year or% of payroll						
	Notes:						

D.

Employee Benefit Planning (continued)

	O Ma							
	O Yes O No							
2.	If YES:							
	a. Does the plan include: O Life Insurance O Other:							
	b. What percentage of the employees participate in the plan?%							
	c. Are the business and its employees satisfied with plan benefits, costs and service?							
	O Yes O No							
3.	If NO , would the business be interested in learning more about a payrol deduction plan?							
	O Yes O No							
4.	Notes:							
۸۸۵	ditional Employee Benefit Planning Information:							
Auc	ntional Employee Benefit Flamming information.							

E.

Employee Census

	Name	Sex	Smoker? (Y or N)	Date of Birth	Date of Hire	Annual Compensa -tion	Key Employee? (Y or N)
1.		ΜF	Y N	_/_/_	_/_/_	\$	Y N
2.		ΜF	Y N	_/_/_	_/_/_	\$	Y N
3.		ΜF	Y N	_/_/_	_/_/_	\$	Y N
4.		ΜF	Y N	_/_/_	_/_/_	\$	Y N
5.		ΜF	Y N	_/_/_	_/_/_	\$	Y N
6.		ΜF	Y N	_/_/_	_/_/_	\$	Y N
7.		ΜF	Y N	_/_/_	_/_/_	\$	Y N
8.		ΜF	Y N	_/_/_	_/_/_	\$	Y N
9.		ΜF	Y N	_/_/_	_/_/_	\$	Y N
10.		ΜF	Y N	_/_/_	_/_/_	\$	Y N
11.		ΜF	Y N	_/_/_	_/_/_	\$	Y N
12.		ΜF	Y N	_/_/_	_/_/_	\$	Y N
13.		ΜF	Y N	_/_/_	_/_/_	\$	Y N
14.		ΜF	Y N	_/_/_	_/_/_	\$	Y N
15.		ΜF	Y N	_/_/_	_/_/_	\$	Y N
16.		ΜF	Y N	_/_/_	_/_/_	\$	Y N
17.		ΜF	Y N	_/_/_	_/_/_	\$	Y N
18.		ΜF	Y N	_/_/_	_/_/_	\$	Y N
19.		ΜF	Y N	_/_/_	_/_/_	\$	Y N
20.		ΜF	Y N	_/_/_	_/_/_	\$	Y N

Document Checklist

Financial Information	
Business Tax Returns (prior five years) Financial Statements (balance sheet, P&L statement, etc. for prior five years) Other:	0 0 0
Dueiness Continuation Dispuins	
Business Continuation Planning	
Buy-Sell Agreement Section 303 Stock Redemption Agreement Previous Business Valuation/Appraisal Other:	0 0 0
Business Life and Disability Insurance	
Business Life and Disability Insurance Policies (including current billing, loan and dividend information) for Policy Number(s):	0
Selective Executive Plan Agreement(s) Other:	O O
Employee Benefits	
Employee Benefit Plan Booklet(s) Group Plan Documents Pension/Profit-Sharing Plan Documents Other:	0 0 0
Received by: Date:	