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November 1, 2007

Under Secretary Stuart A. Levey
Department of the Treasury
1500 Pennsylvania Avenue, NW
Washington, DC 20220

Dear Under Secretary Levey:

I am writing in preparation for our meeting on November 8, 2007, to let you know who will be accompanying me and to remind you of some materials that members of your staff were going to prepare after our previous meeting.

I will be attending in my capacities (i) as chair of a task force of the Committee on Corporate Laws of the Section on Business Law (the "BLS") of the American Bar Association dealing with issues relating to disclosure of beneficial and record owners of business corporations, and (ii) as Reporter for the Drafting Committee on Record Owners of Businesses Act (the "NCCUSL Committee") of the National Conference of Commissioners on Uniform State Laws. The other persons attending from outside of the federal government will be:

- Jerry Daniel, Director of Government Relations for CT.
- Allan G. Donn of Willcox & Savage in Norfolk, VA, representing the BLS Committee on LLCs, Partnerships and Unincorporated Entities, and an advisor to the NCCUSL Committee.
- Harry J. Haynsworth IV of Briggs and Morgan in Minneapolis, MN, the chair of the NCCUSL Committee.
- Thomas R. McNeill of Powell Goldstein, LLP in Atlanta, GA, representing the BLS Committee on Corporate Laws.
- Leslie D. Reynolds, Executive Director of the National Association of Secretaries of State ("NASS").
- Larry D. Thompson, currently General Counsel of PepsiCo, Inc. and formerly Deputy Attorney General of the United States, representing the BLS Committee on Corporate Laws.

At my meeting with you and others from the Department of the Treasury in your office on August 22, 2007, your staff agreed to prepare materials describing the types of situations in which the lack of beneficial ownership information has hampered law enforcement efforts and also to assemble English translations of the laws of other countries that FATF has found compliant on the issue of availability of beneficial ownership information. I hope that someone is still working on assembling those

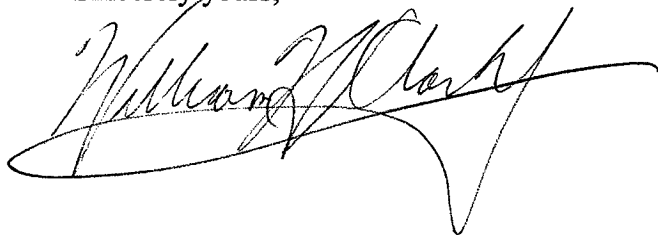
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materials and that you may be able to distribute them in advance of the meeting on November 8th.

In footnote 2 to your letter to me of September 6, 2007, you cite reports by FATF and GAO as containing descriptions of common scenarios in which criminals have used corporate vehicles to mask illicit activity. The people in the private sector I have spoken with, however, who have read those reports remain unconvinced that the reports adequately make the case for imposing additional legal requirements on all business entities. The clear sense I have from discussions to date with the Committee on Corporate Laws and the NCCUSL Committee is that they will be willing to propose changes in state entity laws beyond those recommended by NASS only if a compelling case is made for why additional burdens should be placed on the overwhelming number of private entities formed under state law that are not used for illicit activity. We will obviously have the opportunity to discuss these issues in greater detail on November 8th, but anything your staff can do by way of advance distribution of materials making the case for new requirements or showing what other countries have done will be helpful.

I look forward to seeing you next week.

Sincerely yours,

A handwritten signature in black ink, appearing to read "William J. Clark". The signature is written in a cursive style with a large, sweeping flourish at the end.