

**DEPARTMENT OF THE TREASURY****Internal Revenue Service****26 CFR Part 1**

[REG-165579-02]

RIN 1545-BB81

**Withdrawal of Proposed Regulations Relating to Corporate Reorganizations; Transfers of Assets or Stock Following a Reorganization****AGENCY:** Internal Revenue Service (IRS), Treasury.**ACTION:** Withdrawal of notice of proposed rulemaking.

**SUMMARY:** This document withdraws a notice of proposed rulemaking regarding the effect of certain transfers of assets or stock on the qualification of certain transactions as reorganizations under section 368(a). The proposed regulations were published on March 2, 2004. After consideration of additional issues related to the effect of transfers of assets or stock on the qualification of a transaction as a reorganization, the IRS and Treasury Department have decided to withdraw the proposed regulations and issue new proposed regulations that provide a more complete set of rules addressing such transfers.

**DATES:** These proposed regulations are withdrawn August 17, 2004.**FOR FURTHER INFORMATION CONTACT:** Jeffrey B. Fienberg (202) 622-7770 (not a toll-free call).**SUPPLEMENTARY INFORMATION:****Background**

On March 2, 2004, the IRS and Treasury Department issued proposed regulations regarding the effect of certain transfers of assets or stock on the qualification of certain transactions as reorganizations under section 368(a) (69 FR 9771) (hereinafter the March 2004 proposed regulations). After consideration of additional issues related to the effect of transfers of assets or stock on the qualification of a transaction as a reorganization, including distributions of assets or stock after purported reorganizations, the IRS and Treasury Department have decided to withdraw the March 2004 proposed regulations and issue new proposed regulations that provide a more complete set of rules addressing such transfers. Accordingly, the March 2004 proposed regulations are withdrawn.

**Drafting Information**

The principal author of this withdrawal notice is Jeffrey B. Fienberg

of the Office of Associate Chief Counsel (Corporate).

**List of Subjects in 26 CFR Part 1**

Income taxes, Reporting and recordkeeping requirements.

**Withdrawal of Notice of Proposed Rulemaking**

Accordingly, under the authority of 26 U.S.C. 7805, the notice of proposed rulemaking (REG-165579-02) published in the **Federal Register** on March 2, 2004 (69 FR 9771) is hereby withdrawn.

**Deborah M. Nolan,***Acting Deputy Commissioner for Services and Enforcement.*

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**DEPARTMENT OF THE INTERIOR****Office of Surface Mining Reclamation and Enforcement****30 CFR Part 950**

[WY-032-FOR]

**Wyoming Regulatory Program****AGENCY:** Office of Surface Mining Reclamation and Enforcement, Interior.**ACTION:** Proposed rule; public comment period and opportunity for public hearing on proposed amendment.

**SUMMARY:** We are announcing receipt of a proposed amendment to the Wyoming regulatory program (hereinafter, the "Wyoming program") under the Surface Mining Control and Reclamation Act of 1977 (SMCRA or the Act). Wyoming proposes revisions to rules about highwalls and coal exploration. Wyoming intends to revise its program to be consistent with the corresponding Federal regulations.

This document gives the times and locations that the Wyoming program and proposed amendment to that program are available for your inspection, the comment period during which you may submit written comments on the amendment, and the procedures that we will follow for the public hearing, if one is requested.

**DATES:** We will accept written comments on this amendment until 4 p.m., m.d.t. September 16, 2004. If requested, we will hold a public hearing on the amendment on September 13, 2004. We will accept requests to speak until 4 p.m., m.d.t. on September 1, 2004.

**ADDRESSES:** You may submit comments, identified by "WY-032-FOR," by any of the following methods:

- *E-mail:* [JFulton@osmre.gov](mailto:JFulton@osmre.gov). Include "WY-032-FOR" in the subject line of the message.

- *Hand Delivery/Courier:* James F. Fulton, Chief, Denver Field Division, Office of Surface Mining Reclamation and Enforcement, 1999 Broadway (33rd floor), Suite 3320, Denver, CO 80202.

- *Mail:* James F. Fulton, Chief, Denver Field Division, Office of Surface Mining Reclamation and Enforcement, PO Box 46667, Denver, CO 80201.

- *Fax:* 303/844-1545.

- *Federal eRulemaking Portal:* <http://www.regulations.gov>. Follow the instructions for submitting comments.

*Instructions:* All submissions received must include the agency name and docket number for this rulemaking. For detailed instructions on submitting comments and additional information on the rulemaking process, see the "Public Comment Procedures" heading of the **SUPPLEMENTARY INFORMATION** section of this document.

*Docket:* Access to the docket to review copies of the Wyoming program, this amendment, a listing of any scheduled public hearings, and all written comments received in response to this document is at the addresses listed below during normal business hours, Monday through Friday, excluding holidays. You may receive one free copy of the amendment by contacting the Office of Surface Mining Reclamation and Enforcement's (OSM) Denver Field Division. In addition, you may review a copy of the amendment during regular business hours at the following locations:

James F. Fulton, Chief, Denver Field Division, Office of Surface Mining Reclamation and Enforcement, 1999 Broadway (33rd floor), Suite 3320, Denver, CO 80202. 303/844-1400, ext. 1424; [JFulton@osmre.gov](mailto:JFulton@osmre.gov).

Richard A. Chancellor, Administrator, Land Quality Division, Department of Environmental Quality, Herschler Building—3rd Floor West, 122 West 25th Street, Cheyenne, Wyoming 82002. 307/777-7046; [rchanc@state.wy.us](mailto:rchanc@state.wy.us).

**FOR FURTHER INFORMATION CONTACT:** James F. Fulton, telephone: 303/844-1400, ext. 1424. Internet: [JFulton@osmre.gov](mailto:JFulton@osmre.gov).

**SUPPLEMENTARY INFORMATION:**

- I. Background on the Wyoming Program
- II. Description of the Proposed Amendment
- III. Public Comment Procedures
- IV. Procedural Determinations

**I. Background on the Wyoming Program**

Section 503(a) of the Act permits a State to assume primacy for the