



PRINT IN BLACK INK

FOR PRIVACY ACT NOTICE, SEE INSTRUCTIONS.

Calendar year filers enter 01-01-2012 and 12-31-2012 below. Fiscal year filers enter appropriate dates.

Tax year beginning [MMDDYYYY] Tax year ending [MMDDYYYY]

Form 3 Partnership Return of Income 2012

Form fields for Partnership Name, Mailing Address, C/O Name, C/O Address, Principal Business Activity, Principal Product or Service, Business Code Number, Date Business Started, and Total Assets.

F. Reason for filing (fill in all that apply): Amended return due to federal change, Amended return, Initial return, Name change, Address change, Technical termination (see instructions), Filing Schedule TDS (see instructions), Final return

G. Accounting method (fill in one): Cash, Accrual, Other

H. How many Schedules 3K-1 are attached to this return? (Attach one for each person who was a partner at any time during tax year) [] Note: Partnerships with more than 25 partners must file electronically.

I. Are you a member of a lower-tier entity? Yes No

J. Is this partnership an investment partnership as defined in the Pass-Through Entity Withholding Reg., 830 CMR 62B.2.2(2)? Yes No

PART 1. MASSACHUSETTS INFORMATION

1 Gross income (from worksheet in instructions) Note: See Partnership E-File Mandate Worksheet []

2 Is the partnership engaged exclusively in buying, selling, dealing in or holding securities on its own behalf and not as a broker? Yes No

3 Is this partnership organized as a Limited Liability Company and treated as a partnership for federal income tax purposes? Yes No

4 Is this partnership a publicly traded partnership as defined in IRC sec. 469(k)2? Yes No

5 Has there been a sale or transfer of a partnership interest during the period reported on this tax return or a technical termination pursuant to IRC sec. 708? Yes No

6 Income apportionment percentage (from Income Apportionment Schedule, line 5, or 100%, whichever applies) []

7 Do any partners in this partnership file as part of a nonresident composite income tax return? Yes No

If Yes, enter Federal Identification number under which the composite return is filed []

Number of partners included in composite return []

SIGN HERE. Under penalties of perjury, I declare that to the best of my knowledge and belief this return and enclosures are true, correct and complete.

Signature of general partner, Date, Print paid preparer's name, Preparer's SSN or PTIN, Title, Date, Paid preparer's phone, Paid preparer's EIN, Paid preparer's signature, Date, Fill in if self-employed

Mail to: Massachusetts Department of Revenue, PO Box 7017, Boston, MA 02204.



PARTNERSHIP NAME

FEDERAL IDENTIFICATION NUMBER

Income Apportionment Schedule

2012

41 Complete the Income Apportionment Schedule only if: (a) there is one or more corporate or nonresident individual partner(s) and (b) income was derived from business activities in another state and (c) such activities provide such state with the jurisdiction to levy an income tax or a franchise tax.

BUSINESS LOCATIONS OUTSIDE OF MASSACHUSETTS

CITY AND STATE	SPECIFY WHETHER FACTORY, SALES OFFICE, WAREHOUSE, CONSTRUCTION SITE, ETC.	ACCEPTS ORDERS	REGISTERED TO DO BUSINESS IN STATE	FILES RETURNS IN STATE
		<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
		<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
		<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
		<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
		<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
		<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
		<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

APPORTIONMENT FACTORS

- 42** Tangible property:
- a. Property owned (averaged) Massachusetts Worldwide
 - b. Property rented (capitalized) Massachusetts Worldwide
 - c. Total property owned and rented Massachusetts Worldwide
 - d. Tangible property apportionment percentage. Divide Massachusetts total by worldwide total (from line 42c) 42d
- 43** Payroll:
- a. Total payroll Massachusetts Worldwide
 - b. Payroll apportionment percentage. Divide Mass. total payroll by worldwide total payroll (from line 43a) . . . 43b
- 44** Sales:
- a. Tangibles Massachusetts Worldwide
 - b. Services (including mutual fund sales) Massachusetts Worldwide
 - c. Rents and royalties Massachusetts Worldwide
 - d. Other Massachusetts Worldwide
 - e. Total sales Massachusetts Worldwide
 - f. Sales apportionment percentage. Divide Massachusetts total sales by worldwide total sales (from line 44e) 44f
- 45** Apportionment percentage. Add lines 42, 43 and (44 × 2) 45
- 46** Massachusetts apportionment percentage. Divide line 45 by 4. **Note:** If an apportionment factor is inapplicable, divide by the number of times each applicable factor is used (see instructions) 46



PARTNERSHIP NAME

FEDERAL IDENTIFICATION NUMBER

PARTNERSHIP CREDITS

47 Credits available:

a. Taxes due to another jurisdiction (full-year residents and part-year residents only) 47a

b. Lead Paint credit 47b

c. Economic Opportunity Area (you **must** enclose Schedule EOAC). Not less than "0"
 Economic Development Incentive Program... Cert. no. ▶ 47c

d. Brownfields credit Certificate number ▶ 47d

e. Low-Income Housing credit Building identification number ▶ 47e

f. Historic Rehabilitation credit Certificate number ▶ 47f

g. Film Incentive credit Certificate number ▶ 47g

h. Medical Device credit Certificate number ▶ 47h

i. Refundable Film credit 47i

j. Refundable Dairy credit Certificate number ▶ 47j

k. Refundable Conservation credit Certificate number ▶ 47k

MISCELLANEOUS FEDERAL INFORMATION

48 Gross receipts or sales (from Part 2, Federal Information, line 1a) ▶ 48 **00**

49 Total income or loss (from Part 2, Federal Information, line 8) ▶ 49 **00**

50 Bad debts (from Part 2, Federal Information, line 12) ▶ 50 **00**

51 Interest (from Part 2, Federal Information, line 15) ▶ 51 **00**

52 During the tax year, did the partnership have any debt that was cancelled, was forgiven, or had the terms modified so as to reduce the principal amount of the debt? ▶ Yes No

53 Investment interest expense (from Part 2, Federal Information, line 50b) ▶ 53 **00**



Part 2. Federal Information

Income. From U.S. Form 1065.

Note: Include only trade or business income and expenses on lines 1a through 22. See instructions.

1a. Gross receipts or sales	1a	
b. Returns and allowances	1b	
c. Total. Subtract line 1b from line 1a	1c	
2. Cost of goods sold (from Schedule A, line 8)	2	
3. Gross profit. Subtract line 2 from line 1c	3	
4. Ordinary income or loss from other partnerships, estates and trusts (attach statement)	4	
5. Net farm profit or loss (from U.S. Form 1040, Schedule F)	5	
6. Net gain or loss (from U.S. Form 4797, Part II, line 17; attach U.S. Form 4797)	6	
7. Other income or loss (attach statement)	7	
8. Total income or loss. Combine lines 3 through 7	8	

Deductions. From U.S. Form 1065.

See instructions for limitations.

9. Salaries and wages (other than to partners; less employment credits)	9	
10. Guaranteed payments to partners	10	
11. Repairs and maintenance	11	
12. Bad debts	12	
13. Rent	13	
14. Taxes and licenses	14	
15. Interest	15	
16a. Depreciation (from U.S. Form 4562)	16a	
b. Depreciation reported on U.S. Schedule A and elsewhere on return	16b	
c. Total. Subtract line 16b from line 16a	16c	
17. Depletion (do not deduct oil and gas depletion)	17	
18. Retirement plans, etc.	18	
19. Employee benefit programs	19	
20. Other deductions (attach statement)	20	
21. Total deductions. Add lines 9 through 20 (do not include lines 16a and 16b)	21	
22. Ordinary business income or loss. Subtract line 21 from line 8	22	

Cost of Goods Sold. From U.S. Form 1065, Schedule A (see instructions).

23. Inventory at beginning of year	23	
24. Purchases less cost of items withdrawn for personal use	24	
25. Cost of labor	25	
26. Additional Section 263A costs (attach statement)	26	
27. Other costs (attach statement)	27	
28. Total. Add lines 23 through 27	28	
29. Inventory at end of year	29	
30. Cost of goods sold. Subtract line 29 from line 28	30	



Other Information. From U.S. Form 1065, Schedule B.

- 31.** Type of entity filing this return (check one):
 Domestic general partnership Domestic limited partnership
 Domestic limited liability company Domestic limited liability partnership
 Foreign partnership REIT
 Other (specify) _____
- 32.** At any time during the tax year, was any partner in the partnership a disregarded entity, a partnership (including an entity treated as a partnership), a trust, an S corporation, an estate (other than an estate of a deceased partner) or a nominee or similar person? Yes No
- 33.** Is this partnership a publicly traded partnership as defined in Section 469(k)(2)? Yes No
- 34.** During the tax year, did the partnership have any debt that was cancelled, was forgiven, or had the terms modified so as to reduce the principal amount of the debt?: Yes No
- 35.** Is the partnership making, or had previously made (and not revoked), a Section 754 election? (See instructions for details regarding a Section 754 election.): Yes No
- 36.** Did the partnership make for this tax year an optional basis adjustment under Section 743(b) or 734(b)? Yes No
 If Yes, attach a statement showing the computation and allocation of the basis adjustment. See instructions.
- 37.** During the current or prior tax year, did the partnership engage in a like-kind exchange or distribute any property received in a like-kind exchange, or contribute such property to another entity (other than entities wholly-owned by the partnership throughout the tax year)?: Yes No

Partners' Distributive Share Items. From U.S. Form 1065, Schedule K.

Income or Loss

38. Ordinary business income or loss	38	
39. Net rental real estate income or loss (from U.S. Form 8825)	39	
40a. Other gross rental income or loss	40a	
b. Expenses from other rental activities (attach statement)	40b	
c. Other net rental income or loss. Subtract line 40b from line 40a	40c	
41. Guaranteed payments	41	
42. Interest income	42	
43a. Ordinary dividends	43a	
b. Qualified dividends	43b	
44. Royalties	44	
45. Net short-term capital gain or loss (from U.S. Form 1065, Schedule D)	45	
46a. Net long-term capital gain or loss (from U.S. Form 1065, Schedule D)	46a	
b. Collectibles (28%) gain or loss	46b	
c. Unrecaptured Section 1250 gain (attach statement)	46c	
47. Net Section 1231 gain or loss (from U.S. Form 4797)	47	
48. Other income or loss (see instructions). Type _____	48	



Deductions

49. Section 179 deduction (from U.S. Form 4562).....	49	
50a. Contributions	50a	
b. Investment interest expense.....	50b	
c. Section 59(e)(2) expenditures. Type	50c	
d. Other deductions (see instructions). Type	50d	

Other Information

51a. Tax-exempt interest income	51a	
b. Other tax-exempt income	51b	
c. Nondeductible expenses.....	51c	
52a. Distributions of cash and marketable securities.....	52a	
b. Distributions of other property.....	52b	
53a. Investment income	53a	
b. Investment expenses	53b	
c. Other items and amounts (attach statement)		

Analysis of Net Income or Loss

54. Net income or loss. Combine Schedule K, lines 1 through 11. From the result, subtract the sum of Schedule K, lines 12 through 13d, and 16l..... **54**

55. Analysis by partner type	Corporate	Individual (active)	Individual (passive)	Partnership	Exempt organization	Nominee/ other
a. General partners						
b. Limited partners						



Balance Sheets Per Books. From U.S. Form 1065, Schedule L.

	Beginning of tax year		End of tax year	
	a.	b.	c.	d.
Assets				
56. Cash				
57a. Trade notes and accounts receivable				
b. Less allowance for bad debts				
58. Inventories				
59. U.S. government obligations				
60. Federally tax-exempt securities				
61. Other current assets (attach statement)				
62a. Loans to partners (or persons related to partners)				
b. Mortgage and real estate loans				
63. Other investments (attach statement)				
64a. Buildings and other depreciable assets				
b. Less accumulated depreciation				
65a. Depletable assets				
b. Less accumulated depletion				
66. Land (net of any amortization)				
67a. Intangible assets (amortizable only)				
b. Less accumulated amortization				
68. Other assets (attach statement)				
69. Total assets				
Liabilities and Capital	a.	b.	c.	d.
70. Accounts payable				
71. Mortgages, notes, bonds payable in less than one year				
72. Other current liabilities (attach statement)				
73. All nonrecourse loans				
74a. Loans from partners (or persons related to partners)				
b. Mortgages, notes, bonds payable in one year or more				
75. Other liabilities (attach statement)				
76. Partners' capital accounts				
77. Total liabilities and capital				



Reconciliation of Income or Loss Per Books With Income or Loss Per Return

From U.S. Form 1065, Schedule M-1.

Note: If filing U.S. Form 1065, Schedule M-3, you still must complete this section.

78. Net income or loss per books	78	<input type="text"/>
79. Income included in Schedule K, lines 1, 2, 3c, 5, 6a, 7, 8, 9a, 10 and 11, not recorded on books this year (attach statement)	79	<input type="text"/>
80. Guaranteed payments (other than health insurance)	80	<input type="text"/>
81. Expenses recorded on books this year not included in Schedule K, lines 1 through 13d and 16l (attach statement) . . .	81	<input type="text"/>
a. Depreciation	81a	<input type="text"/>
b. Travel and entertainment	81b	<input type="text"/>
82. Add lines 78 through 81 (do not include lines 81a and 81b)	82	<input type="text"/>
83. Income recorded on books this year not included in Schedule K, lines 1 through 11 (attach statement)	83	<input type="text"/>
a. Federally tax-exempt interest	83a	<input type="text"/>
84. Deductions included in Schedule K, lines 1 through 13d and 16l, not charged against book income this year (attach statement)	84	<input type="text"/>
a. Depreciation	84a	<input type="text"/>
85. Add lines 83 and 84 (do not include lines 83a and 84a)	85	<input type="text"/>
86. Income or loss	86	<input type="text"/>

Analysis of Partners' Capital Accounts. From U.S. Form 1065, Schedule M-2.

87. Balance as of beginning of year	87	<input type="text"/>
88a. Capital contributed: cash	88a	<input type="text"/>
b. Capital contributed: property	88b	<input type="text"/>
89. Net income or loss per books	89	<input type="text"/>
90. Other increases (attach statement)	90	<input type="text"/>
91. Add lines 87 through 90	91	<input type="text"/>
92a. Distributions: cash	92a	<input type="text"/>
b. Distributions: property	92b	<input type="text"/>
93. Other decreases (attach statement)	93	<input type="text"/>
94. Add lines 92a, 92b and 93	94	<input type="text"/>
95. Balance at end of year. Subtract line 94 from line 91	95	<input type="text"/>