

2008

Net Income (Loss) Reconciliation For Certain Partnerships and Limited Liability Companies

M-3 (565/568)

Attach to Form 565 or Form 568.

Check the applicable box for the filing type:

Partnership M-3 Limited Liability Company M-3

FEIN

Secretary of State file number

Name of Partnership or Limited Liability Company (LLC) as shown on return

This Schedule M-3 is being filed because (check all that apply):

- A The amount of the partnership's or LLC's total assets at the end of the taxable year is equal to or more than \$10 million.
B The amount of the partnership or LLC's adjusted total assets for the year is equal to or more than \$10 million.
C The amount of total receipts for the taxable year is equal to or more than \$35 million.
D An entity that is a reportable entity partner or member with respect to the partnership or LLC owns or is deemed to own an interest of 50 percent or more in the partnership's or LLC's capital, profit, or loss, on any day during the taxable year of the partnership or LLC.

Table with 3 columns: Name of Reportable Entity Partner/Member, Identifying Number, Maximum Percentage of Deemed Ownership

E Voluntary Filer

Part I Financial Information and Net Income (Loss) Reconciliation

- 1 a Did the partnership or LLC file SEC Form 10-K for its income statement period ending with or within this taxable year?
b Did the partnership or LLC prepare a certified audited non-tax basis income statement for that period?
c Did the partnership or LLC prepare an income statement for that period?
2 Enter the income statement period: Beginning Ending
3 a Has the partnership's or LLC's income statement been restated for the income statement period on line 2?
b Has the partnership's or LLC's income statement been restated for any of the five income statement periods preceding the period on line 2?

Table with 2 columns: Description, Amount. Rows include Worldwide combined net income (loss), Net income from nonincludible foreign entities, Net income from nonincludible U.S. entities, Net income (loss) of other foreign disregarded entities, Net income (loss) of other U.S. disregarded entities, Adjustment to eliminations of transactions, Adjustment to reconcile income statement period to taxable year, Other adjustments to reconcile to amount on line 11, Net income (loss) per income statement of the partnership.

Table with 3 columns: Description, Total Assets, Total Liabilities. Rows include Included on Part I, line 4; Removed on Part I, line 5; Removed on Part I, line 6; Included on Part I, line 7.

Part II Reconciliation of Net Income (Loss) per Income Statement of Partnership or LLC with Total Income (Loss) per Return – Income (Loss) Items

Income (Loss) Items	(a) Income (Loss) per Income Statement	(b) Temporary Difference	(c) Permanent Difference	(d) Amounts from Federal Schedule M-3 (1065) Column (d)	(e) California Adjustments	(f) Amounts using California Law
1 Income (loss) from equity method foreign corporations	1					
2 Gross foreign dividends not previously taxed.	2					
3a Subpart F, QEF, and similar income inclusions	3a					
b Income for California Purpose from Foreign Corporations.	3b					
4 Gross Foreign distributions previously taxed	4					
5 Income (loss) from equity method U.S. Corporations	5					
6 U.S. dividends not eliminated in tax consolidation	6					
7 Income (loss) from U.S. partnerships (attach schedule)	7					
8 Income (loss) from foreign partnerships (attach schedule)	8					
9 Income (loss) from other pass-through entities (attach schedule)	9					
10 Items relating to reportable transactions (attach details)	10					
11 Interest income (attach federal Form 8916-A)	11					
12 Total accrual to cash adjustment	12					
13 Hedging transactions	13					
14 Mark-to-market income (loss)	14					
15 Cost of goods sold (attach federal Form 8916-A)	15					
16 Sale versus lease (for sellers and/or lessors)	16					
17 Section 481(a) adjustments	17					
18 Unearned/deferred revenue	18					
19 Income recognition from long-term contracts	19					
20 Original issue discount and other imputed interest	20					
21a Income statement gain/loss on sale, exchange, abandonment, worthlessness, or other disposition of assets other than inventory and pass-through entities	21a					
b Gross capital gains excluding amounts from pass-through entities, attach Schedule D (565 or 568)	21b					
c Gross capital losses excluding amounts from pass-through entities, abandonment losses, and worthless stock losses, attach Schedule D (565 or 568)	21c					
d Net gain/loss excluding amounts from pass-through entities, abandonment losses, and worthless stock losses, attach Schedule D (565 or 568)	21d					
e Abandonment losses	21e					
f Worthless stock losses (attach details)	21f					
g Other gain/loss on disposition of assets other than inventory	21g					
22 Other income (loss) items with differences (attach schedule)	22					
23 Total income (loss) items. Combine line 1 through line 22.	23					
24 Total expense/deduction items (from Part III, line 30)	24					
25 Other income (loss) and expense/deduction items with no differences	25					
26 Reconciliation totals. Combine line 23 through line 25	26					

NOTE: Line 26, column (a), must equal the amount on Part I, line 11, and column (f) must equal Form 565 or Form 568, Side 3, Schedule K, line 21(a), column (d).

Part III Reconciliation of Net Income (Loss) per Income Statement of Partnership or LLC with Total Income (Loss) per Return – Expense/Deduction Items

Expense/Deduction Items	(a) Income (Loss) per Income Statement	(b) Temporary Difference	(c) Permanent Difference	(d) Amounts from Federal Schedule M-3 (1065) Column (d)	(e) California Adjustments	(f) Amounts using California Law
1 State and local current income tax expense	1					
2 State and local deferred income tax expense	2					
3 Foreign current income tax expense (other than foreign withholding taxes)	3					
4 Foreign deferred income tax expense	4					
5 Equity-based compensation	5					
6 Meals and entertainment	6					
7 Fines and penalties	7					
8 Judgments, damages, awards, and similiar costs	8					
9 Guaranteed payments	9					
10 Pension and profit-sharing	10					
11 Other post-retirement benefits	11					
12 Deferred compensation	12					
13 Charitable contribution of cash and tangible property	13					
14 Charitable contribution of intangible property	14					
15 Organizational expenses per 1.709-2(a)	15					
16 Syndication expenses as 1.709-2(b)	16					
17 Current year acquisition or reorganization investment banking fees	17					
18 Current year acquisition or reorganization legal and accounting fees	18					
19 Amortization/impairment of goodwill	19					
20 Amortization of acquisition, reorganization and start-up costs	20					
21 Other amortization or impairment write-offs	21					
22 Section 198 environmental remediation costs	22					
23a Depletion – Oil & Gas	23a					
b Depletion – Other than Oil & Gas	23b					
24 Intangible drilling & development costs	24					
25 Depreciation	25					
26 Bad debt expense	26					
27 Interest expense (attach Form 8916-A)	27					
28 Purchase versus lease (for purchasers and/or lessees)	28					
29 Other expense/deduction items with differences (attach schedule)	29					
30 Total expense/deduction items. Combine lines 1 through 29. Enter here and on Part II, line 24, reporting positive amounts as negative and negative amounts as positive	30					