

HG PALETTE RIVERBEND, LP  
999 WATERSIDE DRIVE, SUITE 2300  
NORFOLK, VA 23510

RANDI GORDON  
5713 WARD AVENUE  
VIRGINIA BEACH, VA 23455

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HG PALETTE RIVERBEND, LP  
999 WATERSIDE DRIVE, SUITE 2300  
NORFOLK, VA 23510  
757-640-0800

RANDI GORDON  
5713 WARD AVENUE  
VIRGINIA BEACH, VA 23455

DEAR PARTNER:

ATTACHED IS YOUR COPY OF THE 2022 PARTNERSHIP FORM 1065 SCHEDULE K-1 AND SCHEDULE K-3. THESE SCHEDULES SUMMARIZE YOUR INFORMATION FROM THE PARTNERSHIP. THIS INFORMATION HAS BEEN PROVIDED TO THE INTERNAL REVENUE SERVICE WITH THE U.S. PARTNERSHIP RETURN OF INCOME, FORM 1065 AND SCHEDULE K-2. THE INFORMATION PROVIDED ON THESE SCHEDULES SHOULD BE ENTERED ON YOUR TAX RETURN, IN ACCORDANCE WITH THE INSTRUCTIONS FOR THE SCHEDULES K-1 AND K-3.

SCHEDULE K-3 COVERS A NUMBER OF TOPICS, SOME OF WHICH ARE RELEVANT TO INVESTORS OF THIS PARTNERSHIP AND SOME OF WHICH ARE NOT. TO THE EXTENT ANY SECTIONS OF THE SCHEDULE K-3 WERE DEEMED NOT APPLICABLE TO THE PARTNERS OF THIS PARTNERSHIP, THOSE PAGES OF THE FORM WERE EXCLUDED FROM YOUR INVESTOR PACKAGE.

THE FOOTNOTES AND STATEMENTS PROVIDE DISCLOSURES REQUIRED BY IRS REGULATIONS. THE TAX POSITIONS TAKEN BY THE PARTNERSHIP SHOULD NOT BE CONSTRUED AS TAX ADVICE. CONSULT YOUR TAX ACCOUNTANT REGARDING THESE STATEMENTS AND PROVIDE A COPY OF THESE SCHEDULES TO YOUR TAX RETURN PREPARER WITH YOUR OTHER TAX INFORMATION.

**PLEASE REVIEW THIS DOCUMENT CAREFULLY. IF YOU BELIEVE CORRECTIONS ARE REQUIRED, PLEASE CONTACT US NO LATER THAN MAY 15, 2023.**

FOR QUESTIONS REGARDING THIS TAX DOCUMENT, PLEASE REFERENCE THE FREQUENTLY ASKED QUESTIONS (FAQ) ON THE INVESTOR PORTAL. TO ACCESS THE INVESTOR PORTAL, GO TO [WWW.HARBORGROUPLP.COM](http://WWW.HARBORGROUPLP.COM), CLICK ON "INVESTORS". IF YOU NEED ASSISTANCE TO ACTIVATE OR LOG IN TO YOUR PORTAL ACCOUNT, OR NEED CORRECTIONS TO YOUR K-1, PLEASE CONTACT:

IN THE U.S.:  
STEVEN HEATHERLY  
(757) 333-4985  
[SHEATHERLY@HARBORG.COM](mailto:SHEATHERLY@HARBORG.COM)

IN ISRAEL:  
LAUREN NOAH  
(03) 753-8400  
[LNOAH@HARBORG.COM](mailto:LNOAH@HARBORG.COM)

WE THANK YOU FOR THE OPPORTUNITY TO SERVE YOU.

VERY TRULY YOURS,

HG PALETTE RIVERBEND, LP

Schedule K-1  
(Form 1065)Department of the Treasury  
Internal Revenue Service

2022

For calendar year 2022, or tax year

☐ Final K-1☐ Amended K-1

OMB No. 1545-0123

Partner's Share of Income, Deductions,  
Credits, etc.

See separate instructions.

## Part I Information About the Partnership

A Partnership's employer identification number

84-3239542

B Partnership's name, address, city, state, and ZIP code

HG PALETTE RIVERBEND, LP  
999 WATERSIDE DRIVE, SUITE 2300  
NORFOLK, VA 23510

C IRS center where partnership filed return:

E-FILE

D ☐ Check if this is a publicly traded partnership (PTP)

## Part II Information About the Partner

E Partner's SSN or TIN (Do not use TIN of a disregarded entity. See instructions.)

242-88-7314

F Name, address, city, state, and ZIP code for partner entered in E. See instructions.

RANDI GORDON  
5713 WARD AVENUE  
VIRGINIA BEACH, VA 23455G ☐ General partner or LLC  
member-manager☒ Limited partner or other LLC  
memberH1 ☒ Domestic partner☐ Foreign partnerH2 ☐ If the partner is a disregarded entity (DE), enter the partner's:

TIN \_\_\_\_\_ Name \_\_\_\_\_

I1 What type of entity is this partner? **INDIVIDUAL**I2 If this partner is a retirement plan (IRA/SEP/Keogh/etc.), check here ☐

J Partner's share of profit, loss, and capital:

	Beginning	Ending
Profit	8.0000000 %	8.0000000 %
Loss	8.0000000 %	8.0000000 %
Capital	8.0000000 %	8.0000000 %

Check if decrease is due to sale or exchange of partnership interest ☐

K Partner's share of liabilities:

	Beginning	Ending
Nonrecourse	\$	\$
Qualified nonrecourse financing	\$ 82,452.	\$ 82,452.
Recourse	\$ 0.	\$ 0.

Check this box if Item K includes liability amounts from lower-tier partnerships ☐

## L Partner's Capital Account Analysis

Beginning capital account	\$ 22,768.
Capital contributed during the year	\$
Current year net income (loss)	\$ -965.
Other increase (decrease) (attach explanation)	\$
Withdrawals and distributions	\$ (2,695.)
Ending capital account	\$ 19,108.

M Did the partner contribute property with a built-in gain (loss)?

☐ Yes ☒ No If "Yes," attach statement. See instructions.

## N Partner's Share of Net Unrecognized Section 704(c) Gain or (Loss)

Beginning	\$
Ending	\$

Part III Partner's Share of Current Year Income,  
Deductions, Credits, and Other Items

1 Ordinary business income (loss)	0.	14 Self-employment earnings (loss)	A 0.
2 Net rental real estate income (loss)	-965.	15 Credits	
3 Other net rental income (loss)			
4a Guaranteed payments for services		16 Schedule K-3 is attached if checked <input checked="" type="checkbox"/>	
4b Guaranteed payments for capital		17 Alternative min tax (AMT) items	
4c Total guaranteed payments			
5 Interest income		18 Tax-exempt income and nondeductible expenses	
6a Ordinary dividends			
6b Qualified dividends			
6c Dividend equivalents		19 Distributions	A 2,695.
7 Royalties		20 Other information	N * 2,825.
8 Net short-term capital gain (loss)		V * -895.	
9a Net long-term capital gain (loss)		Z * STMT	
9b Collectibles (28%) gain (loss)			
9c Unrecaptured section 1250 gain			
10 Net section 1231 gain (loss)			
11 Other income (loss)			
12 Section 179 deduction		21 Foreign taxes paid or accrued	
13 Other deductions			
22 <input type="checkbox"/> More than one activity for at-risk purposes*			
23 <input type="checkbox"/> More than one activity for passive activity purposes*			

\*See attached statement for additional information.

For IRS Use Only

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SCHEDULE K-1 BUSINESS INTEREST EXPENSE, BOX 20, CODE N

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DESCRIPTION	PARTNER FILING INSTRUCTIONS	AMOUNT
BUSINESS INTEREST EXPENSE - PASSTHROUGH	SEE IRS SCH. K-1 INSTRUCTIONS	2,825.
TOTAL TO SCHEDULE K-1, BOX 20, CODE N		2,825.

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SCHEDULE K-1 UNRELATED BUSINESS TAXABLE INCOME,  
BOX 20, CODE V

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DESCRIPTION	PARTNER FILING INSTRUCTIONS	AMOUNT
UNRELATED TAXABLE BUSINESS INCOME - PASSTHROUGH	SEE IRS SCH. K-1 INSTRUCTIONS	-895.
TOTAL TO SCHEDULE K-1, BOX 20, CODE V		-895.

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SCHEDULE K-1 SECTION 199A INFORMATION, BOX 20, CODE Z

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DESCRIPTION	AMOUNT
PASSTHROUGH - PALETTE HOLDCO, LP	
RENT - RESIDENTIAL	
EIN: 84-3120808	
RENTAL INCOME (LOSS)	-655.
UNADJUSTED BASIS OF ASSETS	50,404.
PASSTHROUGH - RIVERBEND HOLDCO, LP	
RENT - RESIDENTIAL REAL ESTATE	
EIN: 84-3190915	
RENTAL INCOME (LOSS)	-310.
UNADJUSTED BASIS OF ASSETS	51,600.

SCHEDULE K-1

SECTION 199A ADDITIONAL INFORMATION

THE SECTION 199A AMOUNTS TO BE USED IN THE CALCULATION OF QUALIFIED BUSINESS INCOME DEDUCTION ON YOUR 1040/1041 RETURN ARE REPORTED ON LINE 20, UNDER CODE Z. PLEASE CONSULT YOUR TAX ADVISOR REGARDING THE CALCULATION OF THE QUALIFIED BUSINESS INCOME DEDUCTION, INCLUDING THE POSSIBLE AGGREGATIONS AND LIMITATIONS THAT MAY APPLY AND THE FILING OF THE 1.199A-4(C)(2)(I) ANNUAL DISCLOSURE STATEMENT.

SCHEDULE K-1

CURRENT YEAR NET INCOME (LOSS) AND  
OTHER INCREASES(DECREASES)

DESCRIPTION	AMOUNT	TOTALS
RENTAL REAL ESTATE INCOME (LOSS)	-965.	
SCHEDULE K-1 INCOME SUBTOTAL		-965.
NET INCOME (LOSS) PER SCHEDULE K-1		-965.

## SCHEDULE K-1

## FOOTNOTES

## PARTNER FOOTNOTES FOR SECTION 199(A)

PURSUANT TO FINALIZED REGULATION SECTION 1.199A-1 THE PARTNERSHIP IS CONSIDERED A RELEVANT PASSTHROUGH ENTITY ("RPE") AND IS REQUIRED TO DETERMINE AND REPORT CERTAIN INFORMATION ATTRIBUTABLE TO ANY TRADES OR BUSINESSES IN WHICH IT IS DIRECTLY OR INDIRECTLY ENGAGED. WITH RESPECT TO EACH TRADE OR BUSINESS IN WHICH THE PARTNERSHIP IS DIRECTLY ENGAGED, THE FOLLOWING INFORMATION IS BEING REPORTED TO YOU:

1. CLASSIFICATION AS A QUALIFIED TRADE OR BUSINESS ("QTB") OR A SPECIFIED SERVICE TRADE OR BUSINESS ("SSTB")
2. YOUR ALLOCABLE SHARE OF QUALIFIED ITEMS OF INCOME, GAIN, DEDUCTION AND LOSS ("QUALIFIED BUSINESS INCOME" OR "QBI")
3. YOUR ALLOCABLE SHARE OF W-2 WAGES
4. YOUR ALLOCABLE SHARE OF UNADJUSTED BASIS IMMEDIATELY

AFTER ACQUISITION ("UBIA") OF QUALIFIED PROPERTY TO THE EXTENT THE PARTNERSHIP HAS AGGREGATED ANY TRADES OR BUSINESSES, THE INFORMATION RELATED TO THAT AGGREGATION HAS BEEN REPORTED TO YOU ON AN ATTACHMENT TO YOUR SCHEDULE K-1. THE AMOUNTS REPORTED ON LINE 20Z FOR EACH TRADE OR BUSINESS DO NOT INCLUDE SECTION 1231 GAINS OR LOSSES. THE TREATMENT OF SECTION 1231 GAINS OR LOSSES FOR PURPOSES OF SECTION 199A IS MADE BY THE INDIVIDUAL, TRUST, OR ESTATE CLAIMING THE SECTION 199A DEDUCTION. THEREFORE, SECTION 1231 GAINS OR LOSSES HAVE BEEN SEPARATELY PROVIDED.

YOUR TOTAL ALLOCABLE SHARE OF 199A RENTAL INCOME (LOSS) IS:	-965.
YOUR TOTAL ALLOCABLE SHARE OF 1231 GAIN (LOSS) IS:	0.
YOUR TOTAL ALLOCABLE SHARE OF REIT DIVIDENDS IS:	0.
YOUR TOTAL ALLOCABLE SHARE OF THE UNADJUSTED BASIS OF ASSETS IS:	102,004.

PLEASE CONSULT YOUR TAX ADVISOR.

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PARTNER FOOTNOTES FOR SECTION 163(J)

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THE PARTNERSHIP HAS ELECTED UNDER SECTION 163(J)(7)(B) TO TREAT THE FOLLOWING REAL PROPERTY TRADE(S) OR BUSINESS(ES) AS AN "ELECTING REAL PROPERTY TRADE OR BUSINESS" AND THEREFORE, TO THE EXTENT INTEREST EXPENSE IS PROPERLY ALLOCABLE TO THE ELECTING REAL PROPERTY TRADE(S) OR BUSINESS(ES), SUCH INTEREST IS NOT SUBJECT TO THE INTEREST LIMITATION RULES OF SECTION 163(J). A PARTNER'S SECTION 163(J) ITEMS FROM SUCH PARTNERSHIP (I.E., BUSINESS INTEREST EXPENSE, BUSINESS INTEREST INCOME, AND ITEMS OF ADJUSTED TAXABLE INCOME) ARE EXCLUDED FROM THE PARTNER'S SECTION 163(J) DEDUCTION CALCULATION.  
PLEASE CONSULT YOUR TAX ADVISOR.

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UNRELATED BUSINESS TAXABLE INCOME

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PARTNERSHIP INCOME (LOSS) AND GAIN (LOSS) ARE UNRELATED DEBT FINANCED INCOME(UDFI) UNDER SECTION 514(A). FOR TAX EXEMPT PARTNERS, YOUR SHARE OF THE INCOME AND EXPENSES REPORTED TO YOU ON SCHEDULE K-1 THAT IS CONSIDERED UNRELATED BUSINESS TAXABLE INCOME IS:

NET RENTAL REAL ESTATE INCOME (LOSS)	-895.
NET SECTION 1231 GAIN (LOSS)	0.
UNRECAPTURED SECTION 1250 GAIN	0.
LINE 13V OTHER DEDUCTIONS - 743(B) ADJUSTMENT	0.

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STATE K-1S

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ALL PARTNERSHIP ACTIVITY IS FROM MA AND MD SOURCES.  
THE FOLLOWING STATE IS ATTACHED TO YOUR K-1 IN ACCORDANCE WITH THE FILING REQUIREMENTS OF THIS JURISDICTION:

NY, VA

DURING THE YEAR THE PARTNERSHIP DID NOT CONDUCT BUSINESS NOR DERIVE INCOME FROM THIS STATE. IF YOU ARE NOT A RESIDENT OF THIS STATE YOU MAY NOT BE REQUIRED TO FILE A RETURN IN THIS JURISDICTION SOLELY BASED OFF OF THE INFORMATION OF THE PARTNERSHIP.

PLEASE CONSULT YOUR TAX ADVISOR.

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THE AMOUNT REPORTED AS YOUR TAX BASIS CAPITAL ACCOUNT IS NOT INTENDED TO REPRESENT YOUR OUTSIDE TAX BASIS IN YOUR PARTNERSHIP INTEREST. PLEASE CONSULT YOUR TAX ADVISOR.

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YOUR ALLOCABLE SHARE OF CURRENT TAX DEPRECIATION EXPENSE IS:	3,165.
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YOUR ALLOCABLE SHARE OF INTEREST INCOME IS AS FOLLOWS:

PORTFOLIO INTEREST:	0.
OTHER INTEREST INCOME:	0.
TOTAL INTEREST INCOME:	0.

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## List of Codes and References Used in Schedule K-1 (Form 1065)

Box Number / Item		Where to report or where to find further reporting information. Page numbers refer to these instructions.
1. Ordinary business income (loss). Determine whether the income (loss) is passive or nonpassive and enter on your return as follows.		
	Passive loss	See page 8
	Passive income	Schedule E (Form 1040), line 28, column (h)
	Nonpassive loss	See page 8
	Nonpassive income	Schedule E (Form 1040), line 28, column (k)
2. Net rental real estate income (loss)		See page 8
3. Other net rental income (loss)		
	Net income	Schedule E (Form 1040), line 28, column (h)
	Net loss	See Instructions for Form 8582
4a. Guaranteed payment services		See Instructions for Schedule E (Form 1040)
4b. Guaranteed payment capital		See Instructions for Schedule E (Form 1040)
4c. Guaranteed payment total		See page 8
5. Interest income		Form 1040 or 1040-SR, line 2b
6a. Ordinary dividends		Form 1040 or 1040-SR, line 3b
6b. Qualified dividends		Form 1040 or 1040-SR, line 3a
6c. Dividend equivalents		See page 9
7. Royalties		Schedule E (Form 1040), line 4
8. Net short-term capital gain (loss)		Schedule D (Form 1040), line 5
9a. Net long-term capital gain (loss)		Schedule D (Form 1040), line 12
9b. Collectibles (28%) gain (loss)		28% Rate Gain Worksheet, line 4 (Schedule D instructions)
9c. Unrecaptured section 1250 gain		See page 9
10. Net section 1231 gain (loss)		See page 9
11. Other income (loss)		
	Code A. Other portfolio income (loss)	See page 9
	Code B. Involuntary conversions	See page 9
	Code C. Section 1256 contracts & straddles	Form 6781, line 1
	Code D. Mining exploration costs recapture	See Pub. 535
	Code E. Cancellation of debt	See page 10
	Code F. Section 743(b) positive adjustments	See page 10
	Code G. Reserved for future use	
	Code H. Section 951(a) income inclusions	See page 10
	Code I. Other income (loss)	See page 10
12. Section 179 deduction		See page 11
13. Other deductions		
	Code A. Cash contributions (60%)	See page 11
	Code B. Cash contributions (30%)	See page 11
	Code C. Noncash contributions (50%)	See page 11
	Code D. Noncash contributions (30%)	See page 12
	Code E. Capital gain property to a 50% organization (30%)	See page 12
	Code F. Capital gain property (20%)	See page 12
	Code G. Contributions (100%)	See page 12
	Code H. Investment interest expense	Form 4952, line 1
	Code I. Deductions - royalty income	Schedule E (Form 1040), line 19
	Code J. Section 59(e)(2) expenditures	See page 12
	Code K. Excess business interest expense	See page 12
	Code L. Deductions - portfolio income (other)	Schedule A (Form 1040), line 16
	Code M. Amounts paid for medical insurance	Schedule A (Form 1040), line 1; or Schedule 1 (Form 1040), line 17
	Code N. Educational assistance benefits	See page 12
	Code O. Dependent care benefits	Form 2441, line 12
	Code P. Preproductive period expenses	See page 12
	Code Q. Reserved for future use	
	Code R. Pensions and IRAs	See page 12
	Code S. Reforestation expense deduction	See page 13
	Codes T through U. Reserved for future use	
	Code V. Section 743(b) negative adjustments	See page 13
	Code W. Other deductions	See page 13
14. Self-employment earnings (loss)		
	<b>Note.</b> If you have a section 179 deduction or any partner-level deductions, see page 13 before completing Schedule SE (Form 1040).	
	Code A. Net earnings (loss) from self-employment	Schedule SE (Form 1040)
	Code B. Gross farming or fishing income	See page 13



Box Number / Item		Where to report or where to find further reporting information. Page numbers refer to these instructions.
15. Credits		
	Code A. Reserved for future use	
	Code B. Reserved for future use	
	Code C. Low-income housing credit (section 42(j)(5)) from post-2007 buildings	See page 13
	Code D. Low-income housing credit (other) from post-2007 buildings	See page 13
	Code E. Qualified rehabilitation expenditures (rental real estate)	See page 14
	Code F. Other rental real estate credits	See page 14
	Code G. Other rental credits	See page 14
	Code H. Undistributed capital gains credit	Schedule 3 (Form 1040), line 13a
	Code I. Biofuel producer credit	See page 14
	Code J. Work opportunity credit	See page 14
	Code K. Disabled access credit	See page 14
	Code L. Empowerment zone employment credit	See page 14
	Code M. Credit for increasing research activities	See page 14
	Code N. Credit for employer social security and Medicare taxes	See page 14
	Code O. Backup withholding	See page 14
	Code P. Other credits	See page 14
17. Alternative minimum tax (AMT) items		
	Code A. Post-1986 depreciation adjustment	See Instructions for Form 6251
	Code B. Adjusted gain or loss	See Instructions for Form 6251
	Code C. Depletion (other than oil & gas)	See Instructions for Form 6251
	Code D. Oil, gas, and geothermal - gross income	See Instructions for Form 6251
	Code E. Oil, gas, and geothermal - deductions	See Instructions for Form 6251
	Code F. Other AMT items	See Instructions for Form 6251
18. Tax-exempt income and nondeductible expenses		
	Code A. Tax-exempt interest income	Form 1040 or 1040-SR, line 2a
	Code B. Other tax-exempt income	See page 15
	Code C. Nondeductible expenses	See page 15
19. Distributions		
	Code A. Cash and marketable securities	See page 15
	Code B. Distribution subject to section 737	See page 15
	Code C. Other property	See page 15
20. Other information		
	Code A. Investment income	Form 4952, line 4a
	Code B. Investment expenses	Form 4952, line 5
	Code C. Fuel tax credit information	Form 4136
	Code D. Qualified rehabilitation expenditures (other than rental real estate)	See page 16
	Code E. Basis of energy property	See page 16
	Code F. Recapture of low-income housing credit for section 42(j)(5) partnerships	See page 16
	Code G. Recapture of low-income housing credit for other partnerships	See page 16
	Code H. Recapture of investment credit	See Form 4255
	Code I. Recapture of other credits	See page 16
	Code J. Look-back interest-completed long-term contracts	See Form 8697
	Code K. Look-back interest-income forecast method	See Form 8866
	Code L. Dispositions of property with section 179 deductions	See page 16
	Code M. Recapture of section 179 deduction	See page 16
	Code N. Business interest expense (information item)	See page 16
	Code O. Section 453(l)(3) information	Schedule 2 (Form 1040), line 14
	Code P. Section 453A(c) information	Schedule 2 (Form 1040), line 15
	Code Q. Section 1260(b) information	Schedule 2 (Form 1040), line 17z
	Code R. Interest allocable to production expenditures	See Regulations sections 1.263A-8 through -15
	Code S. Capital construction fund (CCF) nonqualified withdrawals	Schedule 2 (Form 1040), line 17z
	Code T. Depletion deduction	See Pub. 535
	Code U. Section 743(b) basis adjustment	See page 17
	Code V. Unrelated business taxable income	See page 17
	Code W. Precontribution gain (loss)	Form 8949 and/or Schedule D (Form 1040); or Form 4797
	Code X. Reserved for future use	
	Code Y. Net investment income	See Instructions for Form 8960

Box Number / Item		Where to report or where to find further reporting information. Page numbers refer to these instructions.
	Code Z. Section 199A information	Form 8995 or Form 8995-A
	Code AA. Section 704(c) information	See page 18
	Code AB. Section 751 gain (loss)	See page 18
	Code AC. Section 1(h)(5) gain (loss)	See page 18
	Code AD. Deemed section 1250 unrecaptured gain	See page 18
	Code AE. Excess taxable income	See Instructions for Form 8990
	Code AF. Excess business interest income	See page 18
	Code AG. Gross receipts for section 448(c)	See page 18
	Code AH. Other information	See page 18
21.	Foreign taxes paid or accrued	See page 19

Schedule K-3  
(Form 1065)

Department of the Treasury  
Internal Revenue Service

Partner's Share of Income, Deductions,  
Credits, etc.-International

For calendar year 2022, or tax year beginning \_\_\_\_\_, ending \_\_\_\_\_  
See separate instructions.

OMB No. 1545-0123

2022

Information About the Partnership

A Partnership's employer identification number (EIN)

84-3239542

B Partnership's name, address, city, state, and ZIP code

HG PALETTE RIVERBEND, LP  
999 WATERSIDE DRIVE, SUITE 2300  
NORFOLK, VA 23510

Information About the Partner

C Partner's SSN or Taxpayer Identification Number (TIN) (Do not use TIN of a disregarded entity. See instructions.)

242-88-7314

D Name, address, city, state, and ZIP code for partner entered in C. See instr.

RANDI GORDON  
5713 WARD AVENUE  
VIRGINIA BEACH, VA 23455

E Check to indicate the parts of Schedule K-3 that apply.

	Yes	No
1 Does Part I apply? If "Yes," complete and attach Part I .....		X
2 Does Part II apply? If "Yes," complete and attach Part II .....	X	
3 Does Part III apply? If "Yes," complete and attach Part III .....	X	
4 Does Part IV apply? If "Yes," complete and attach Part IV .....	X	
5 Does Part V apply? If "Yes," complete and attach Part V .....		X
6 Does Part VI apply? If "Yes," complete and attach Part VI .....		X
7 Does Part VII apply? If "Yes," complete and attach Part VII .....		X
8 Does Part VIII apply? If "Yes," complete and attach Part VIII .....		X
9 Does Part IX apply? If "Yes," complete and attach Part IX .....	X	
10 Does Part X apply? If "Yes," complete and attach Part X .....	X	
11 Does Part XI apply? If "Yes," complete and attach Part XI .....		X
12 Reserved for future use .....		
13 Does Part XIII apply? If "Yes," complete and attach Part XIII .....		X

For IRS Use Only

For Paperwork Reduction Act Notice, see the Instructions for Form 1065.

www.irs.gov/Form1065

Schedule K-3 (Form 1065) 2022

LHA

Name of partnership <b>HG PALETTE RIVERBEND, LP</b>	EIN <b>84-3239542</b>	Name of partner <b>RANDI GORDON</b>	SSN or TIN <b>242-88-7314</b>
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**Part I Partner's Share of Partnership's Other Current Year International Information**

Check box(es) for additional specified attachments. See instructions.

- |  |   |  |  |
|--|---|--|--|
| <input type="checkbox"/> 1. Gain on personal property sale | <input type="checkbox"/> 5. High-taxed income                 | <input type="checkbox"/> 8. Form 5471 information      | <input type="checkbox"/> 11. Dual consolidated loss    |
| <input type="checkbox"/> 2. Foreign oil and gas taxes      | <input type="checkbox"/> 6. Section 267A disallowed deduction | <input type="checkbox"/> 9. Other forms                | <input type="checkbox"/> 12. Form 8865 information     |
| <input type="checkbox"/> 3. Splitter arrangements          | <input type="checkbox"/> 7. Form 8858 information             | <input type="checkbox"/> 10. Partner loan transactions | <input type="checkbox"/> 13. Other international items |
| <input type="checkbox"/> 4. Foreign tax translation        |   |  | (attach description and statement)                     |

**Part II Foreign Tax Credit Limitation****Section 1 - Gross Income**

Description	(a) U.S. source	Foreign Source				(f) Sourced by partner	(g) Total
		(b) Foreign branch category income	(c) Passive category income	(d) General category income	(e) Other (category code )		
<b>1</b> Sales							
<b>A</b>							
<b>B</b>							
<b>C</b>							
<b>2</b> Gross income from performance of services							
<b>A</b>							
<b>B</b>							
<b>C</b>							
<b>3</b> Gross rental real estate income							
<b>A</b> US	9,607.	0.	0.	0.	0.	0.	9,607.
<b>B</b>							
<b>C</b>							
<b>4</b> Other gross rental income							
<b>A</b>							
<b>B</b>							
<b>C</b>							
<b>5</b> Guaranteed payments .....							
<b>6</b> Interest income							
<b>A</b>							
<b>B</b>							
<b>C</b>							
<b>7</b> Ordinary dividends (exclude amount on line 8)							
<b>A</b>							
<b>B</b>							
<b>C</b>							

Name of partnership <b>HG PALETTE RIVERBEND, LP</b>	EIN <b>84-3239542</b>	Name of partner <b>RANDI GORDON</b>	SSN or TIN <b>242-88-7314</b>
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**Part II Foreign Tax Credit Limitation** (continued)**Section 1 - Gross Income** (continued)

Description	(a) U.S. source	Foreign Source				(f) Sourced by partner	(g) Total
		(b) Foreign branch category income	(c) Passive category income	(d) General category income	(e) Other (category code )		
<b>8</b> Qualified dividends							
<b>A</b>							
<b>B</b>							
<b>C</b>							
<b>9</b> Reserved for future use .....							
<b>10</b> Royalties and license fees							
<b>A</b>							
<b>B</b>							
<b>C</b>							
<b>11</b> Net short-term capital gain							
<b>A</b>							
<b>B</b>							
<b>C</b>							
<b>12</b> Net long-term capital gain							
<b>A</b>							
<b>B</b>							
<b>C</b>							
<b>13</b> Collectibles (28%) gain							
<b>A</b>							
<b>B</b>							
<b>C</b>							
<b>14</b> Unrecaptured section 1250 gain							
<b>A</b>							
<b>B</b>							
<b>C</b>							
<b>15</b> Net section 1231 gain							
<b>A</b>							
<b>B</b>							
<b>C</b>							

Name of partnership <b>HG PALETTE RIVERBEND, LP</b>	EIN <b>84-3239542</b>	Name of partner <b>RANDI GORDON</b>	SSN or TIN <b>242-88-7314</b>
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**Part II Foreign Tax Credit Limitation** (continued)**Section 1 - Gross Income** (continued)

Description	(a) U.S. source	Foreign Source				(f) Sourced by partner	(g) Total
		(b) Foreign branch category income	(c) Passive category income	(d) General category income	(e) Other (category code )		
<b>16</b> Section 986(c) gain .....							
<b>17</b> Section 987 gain .....							
<b>18</b> Section 988 gain .....							
<b>19</b> Section 951(a) inclusions							
<b>A</b> .....							
<b>B</b> .....							
<b>C</b> .....							
<b>20</b> Other income (see instructions)							
<b>A</b> .....							
<b>B</b> .....							
<b>C</b> .....							
<b>21</b> Reserved for future use							
<b>A</b> .....							
<b>B</b> .....							
<b>C</b> .....							
<b>22</b> Reserved for future use							
<b>A</b> .....							
<b>B</b> .....							
<b>C</b> .....							
<b>23</b> Reserved for future use							
<b>A</b> .....							
<b>B</b> .....							
<b>C</b> .....							
<b>24</b> <b>Total gross income</b> (combine lines 1 through 23) .....	<b>9,607.</b>						<b>9,607.</b>
<b>A</b> US .....	<b>9,607.</b>	<b>0.</b>	<b>0.</b>	<b>0.</b>	<b>0.</b>	<b>0.</b>	<b>9,607.</b>
<b>B</b> .....							
<b>C</b> .....							

Name of partnership <b>HG PALETTE RIVERBEND, LP</b>	EIN <b>84-3239542</b>	Name of partner <b>RANDI GORDON</b>	SSN or TIN <b>242-88-7314</b>
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**Part II Foreign Tax Credit Limitation** (continued)**Section 2 - Deductions**

Description	(a) U.S. source	Foreign Source				(f) Sourced by partner	(g) Total
		(b) Foreign branch category income	(c) Passive category income	(d) General category income	(e) Other (category code )		
25 Expenses allocable to sales income ...							
26 Expenses allocable to gross income from performances of services .....							
27 Net short-term capital loss .....							
28 Net long-term capital loss .....							
29 Collectibles loss .....							
30 Net section 1231 loss .....							
31 Other losses .....							
32 Research & experimental (R&E) expenses							
A SIC code: .....							
B SIC code: .....							
C SIC code: .....							
33 Allocable rental expenses - depreciation, depletion, and amortization .....	3,256.						3,256.
34 Allocable rental expenses - other than depreciation, depletion, and amortization .....	4,491.						4,491.
35 Allocable royalty and licensing expenses - depreciation, depletion, and amortization .....							
36 Allocable royalty and licensing expenses - other than depreciation, depletion, and amortization .....							
37 Depreciation not included on line 33 or 35 .....							
38 Charitable contributions .....							
39 Interest expense specifically allocable under Regulations section 1.861-10(e)							
40 Other interest expense specifically allocable under Regulations section 1.861-10T .....							
41 Other interest expense - business .....						2,825.	2,825.
42 Other interest expense - investment ...							
43 Other interest expense - passive activity							
44 Section 59(e)(2) expenditures, excluding R&E expenses on line 32 .....							
45 Foreign taxes not creditable but deductible .....							

Name of partnership <b>HG PALETTE RIVERBEND, LP</b>	EIN <b>84-3239542</b>	Name of partner <b>RANDI GORDON</b>	SSN or TIN <b>242-88-7314</b>
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**Part II Foreign Tax Credit Limitation** (continued)**Section 2 - Deductions** (continued)

Description	(a) U.S. source	Foreign Source				(f) Sourced by partner	(g) Total
		(b) Foreign branch category income	(c) Passive category income	(d) General category income	(e) Other (category code )		
<b>46</b> Section 986(c) loss .....							
<b>47</b> Section 987 loss .....							
<b>48</b> Section 988 loss .....							
<b>49</b> Other allocable deductions (see instructions) .....							
<b>50</b> Other apportioned share of deductions (see instructions) .....							
<b>51</b> Reserved for future use .....							
<b>52</b> Reserved for future use .....							
<b>53</b> Reserved for future use .....							
<b>54</b> <b>Total deductions</b> (combine lines 25 through 53) .....	<b>7,747.</b>					<b>2,825.</b>	<b>10,572.</b>
<b>55</b> <b>Net income (loss)</b> (subtract line 54 from line 24) .....	<b>1,860.</b>					<b>-2,825.</b>	<b>-965.</b>

**Part III Other Information for Preparation of Form 1116 or 1118****Section 1 - R&E Expenses Apportionment Factors**

Description	(a) U.S. source	Foreign Source				(f) Sourced by partner	(g) Total
		(b) Foreign branch category income	(c) Passive category income	(d) General category income	(e) Other (category code ) (country code )		
<b>1</b> Gross receipts by SIC code							
<b>A</b> SIC code: .....							
<b>B</b> SIC code: .....							
<b>C</b> SIC code: .....							
<b>E</b> SIC code: .....							
<b>E</b> SIC code: .....							
<b>F</b> SIC code: .....							
<b>2</b> Exclusive apportionment with respect to total R&E expenses entered on Part II, line 32. Enter the following.							
<b>A</b> R&E expense with respect to activity performed in the United States							
(i) SIC code: .....						<b>2A(i)</b>	
(ii) SIC code: .....						<b>2A(ii)</b>	
(iii) SIC code: .....						<b>2A(iii)</b>	
<b>B</b> R&E expense with respect to activity performed outside the United States							
(i) SIC code: .....						<b>2B(i)</b>	
(ii) SIC code: .....						<b>2B(ii)</b>	
(iii) SIC code: .....						<b>2B(iii)</b>	



Name of partnership <b>HG PALETTE RIVERBEND, LP</b>	EIN <b>84-3239542</b>	Name of partner <b>RANDI GORDON</b>	SSN or TIN <b>242-88-7314</b>
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**Part III Other Information for Preparation of Form 1116 or 1118** (continued)**Section 2 - Interest Expense Apportionment Factors**

Description	(a) U.S. source	Foreign Source				(f) Sourced by partner	(g) Total
		(b) Foreign branch category income	(c) Passive category income	(d) General category income	(e) Other (category code _____ ) (country code _____ )		
<b>1</b> Total average value of assets .....	<b>92,452.</b>						<b>92,452.</b>
<b>2</b> Sections 734(b) and 743(b) adjustment to assets - average value .....							
<b>3</b> Assets attracting directly allocable interest expense under Regulations section 1.861-10(e) .....							
<b>4</b> Other assets attracting directly allocable interest expense under Regulations section 1.861-10T .....							
<b>5</b> Assets excluded from apportionment formula .....							
<b>6a</b> Total assets used for apportionment (subtract the sum of lines 3, 4, and 5 from the sum of lines 1 and 2) .....	<b>92,452.</b>						<b>92,452.</b>
<b>b</b> Assets attracting business interest expense .....							
<b>c</b> Assets attracting investment interest expense .....							
<b>d</b> Assets attracting passive activity interest expense .....							
<b>7</b> Basis in stock of 10%-owned noncontrolled foreign corporations (see attachment) .....							
<b>8</b> Basis in stock of CFCs (see attachment) .....							

**Section 3 - Foreign-Derived Intangible Income (FDII) Deduction Apportionment Factors**

Description	(a) U.S. source	Foreign Source			(e) Sourced by partner	(f) Total
		(b) Passive category income	(c) General category income	(d) Other (category code _____ ) (country code _____ )		
<b>1</b> Foreign-derived gross receipts .....						
<b>2</b> Cost of goods sold .....						
<b>3</b> Partnership deductions allocable to foreign-derived gross receipts .....						
<b>4</b> Other partnership deductions apportioned to foreign-derived gross receipts .....						

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**Part IV Information on Partner's Section 250 Deduction With Respect to Foreign-Derived Intangible Income (FDII)****Section 1 - Information To Determine Deduction Eligible Income (DEI) and Qualified Business Asset Investment (QBAI) on Form 8993**

<b>1</b> Net income (loss) .....	<b>1</b>	- 965 .
<b>2a</b> DEI gross receipts .....	<b>2a</b>	
<b>b</b> DEI cost of goods sold (COGS) .....	<b>2b</b>	
<b>c</b> DEI properly allocated and apportioned deductions .....	<b>2c</b>	
<b>3</b> Section 951(a) inclusions .....	<b>3</b>	
<b>4</b> CFC dividends .....	<b>4</b>	
<b>5</b> Financial services income .....	<b>5</b>	
<b>6</b> Domestic oil and gas extraction income .....	<b>6</b>	
<b>7</b> Foreign branch income .....	<b>7</b>	
<b>8</b> Partnership QBAI .....	<b>8</b>	

**Section 2 - Information To Determine Foreign-Derived Deduction Eligible Income on Form 8993 (see instructions)**

	(a) Foreign-derived income from all sales of general property	(b) Foreign-derived income from all sales of intangible property	(c) Foreign-derived income from all services	(d) Total (add columns (a) through (c))
<b>9</b> Gross receipts .....				
<b>10</b> COGS .....				
<b>11</b> Allocable deductions .....				
<b>12</b> Other apportioned deductions .....			<b>12</b>	

**Section 3 - Other Information for Preparation of Form 8993**

	(a) DEI	(b) FDDEI	(c) Total
<b>13</b> Interest deductions			
<b>A</b> A Interest expense specifically allocable under Regulations section 1.861-10(e) .....			
<b>B</b> Other interest expense specifically allocable under Regulations section 1.861-10T .....			
<b>C</b> Other interest expense .....			
<b>14</b> Interest expense apportionment factors			
<b>A</b> Total average value of assets .....			
<b>B</b> Sections 734(b) and 743(b) adjustment to assets - average value .....			
<b>C</b> Assets attracting directly allocable interest expense under Regulations section 1.861-10(e) .....			
<b>D</b> Other assets attracting directly allocable interest expense under Regulations section 1.861-10T .....			
<b>E</b> Assets excluded from apportionment formula .....			
<b>F</b> Total assets used for apportionment (the sum of lines 14C, 14D, and 14E subtracted from the sum of lines 14A and 14B) ...			
R&E expenses apportionment factors			
<b>15</b> Gross receipts by SIC code			
<b>A</b> SIC code: .....			
<b>B</b> SIC code: .....			
<b>C</b> SIC code: .....			
<b>16</b> R&E expenses by SIC code			
<b>A</b> SIC code: .....			<b>16A</b>
<b>B</b> SIC code: .....			<b>16B</b>
<b>C</b> SIC code: .....			<b>16C</b>

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**Part VIII Partner's Interest in Foreign Corporation Income (Section 960)**

- A** EIN or reference ID number of controlled foreign corporation \_\_\_\_\_ **B** Separate category. See instructions \_\_\_\_\_
- C** If PAS was entered on line B, applicable grouping under Regulations section 1.904-4(c). See instructions \_\_\_\_\_
- D** Box is checked if there is more than one source country for a line. See attachment and instructions \_\_\_\_\_
- E** Box is checked if U.S. source income \_\_\_\_\_
- F** Box is checked if FORI or FOGEI \_\_\_\_\_

Amounts are in functional currency unless otherwise noted. See instructions.	(i) Country code	(ii) Partner's share of net income	(iii) Reserved for future use	(iv) Reserved for future use
<b>1</b> Subpart F income groups				
<b>a</b> Dividends, interest, rents, royalties, and annuities (total) _____				
<b>(1)</b> Unit: _____				
<b>(2)</b> Unit: _____				
<b>b</b> Net gain from certain property transactions (total) _____				
<b>(1)</b> Unit: _____				
<b>(2)</b> Unit: _____				
<b>c</b> Net gain from commodities transactions (total) _____				
<b>(1)</b> Unit: _____				
<b>(2)</b> Unit: _____				
<b>d</b> Net foreign currency gain (total) _____				
<b>(1)</b> Unit: _____				
<b>(2)</b> Unit: _____				
<b>e</b> Income equivalent to interest (total) _____				
<b>(1)</b> Unit: _____				
<b>(2)</b> Unit: _____				
<b>f</b> Other _____				
<b>(1)</b> Unit: _____				
<b>(2)</b> Unit: _____				
<b>g</b> Foreign base company sales income (total) _____				
<b>(1)</b> Unit: _____				
<b>(2)</b> Unit: _____				
<b>h</b> Foreign base company services income (total) _____				
<b>(1)</b> Unit: _____				
<b>(2)</b> Unit: _____				
<b>i</b> Full inclusion foreign base company income (total) _____				
<b>(1)</b> Unit: _____				
<b>(2)</b> Unit: _____				
<b>j</b> Insurance income (total) _____				
<b>(1)</b> Unit: _____				
<b>(2)</b> Unit: _____				
<b>k</b> International boycott income (total) _____				
<b>l</b> Bribes, kickbacks, and other payments (total) _____				
<b>m</b> Section 901(j) (total) _____				

Name of partnership <b>HG PALETTE RIVERBEND, LP</b>	EIN <b>84-3239542</b>	Name of partner <b>RANDI GORDON</b>	SSN or TIN <b>242-88-7314</b>
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**Part VIII Partner's Interest in Foreign Corporation Income (Section 960)** (continued)

Amounts are in functional currency unless otherwise noted. See instructions.		(i) Country code	(ii) Partner's share of net income	(iii) Reserved for future use	(iv) Reserved for future use
<b>2</b>	Recaptured subpart F income .....				
<b>3</b>	Tested income group (total) .....				
	(1) Unit: .....				
	(2) Unit: .....				
<b>4</b>	Residual income group (total) .....				
	(1) Unit: .....				
	(2) Unit: .....				
<b>5</b>	Total .....				

**Part IX Partner's Information for Base Erosion and Anti-Abuse Tax (Section 59A)****Section 1 - Applicable Taxpayer** (see instructions)

Description	(a) Total	(b) Total ECI gross receipts	(c) Total non-ECI gross receipts
<b>1</b> Gross receipts for section 59A(e) .....	9,607.	9,607.	
<b>2</b> Gross receipts for the first preceding year .....	7,152.	7,152.	
<b>3</b> Gross receipts for the second preceding year .....			
<b>4</b> Gross receipts for the third preceding year .....			
<b>5</b> Amounts included in the denominator of the base erosion percentage as described in Regulations section 1.59A-2(e)(3) .....			

**Section 2 - Base Erosion Payments and Base Erosion Tax Benefits** (see instructions)

Description	(a) Total	(b) Total base erosion payments	(c) Total base erosion tax benefits
<b>6</b> Reserved for future use .....			
<b>7</b> Reserved for future use .....			
<b>8</b> Purchase or creations of property rights for intangibles (patents, trademarks, etc.) .....			
<b>9</b> Rents, royalties, and license fees .....			
<b>10 a</b> Compensation/consideration paid for services <b>not</b> excepted by section 59A(d)(5) .....			
<b>b</b> Compensation/consideration paid for services excepted by section 59A(d)(5) .....			
<b>11</b> Interest expense .....			
<b>12</b> Payments for the purchase of tangible personal property .....			
<b>13</b> Premiums and/or other considerations paid or accrued for insurance and reinsurance as covered by sections 59A(d)(3) and 59A(c)(2)(A)(iii) .....			
<b>14 a</b> Nonqualified derivative payments .....			
<b>b</b> Qualified derivative payments excepted by section 59A(h) .....			
<b>15</b> Payments reducing gross receipts made to surrogate foreign corporation .....			
<b>16</b> Other payments-specify: .....			
<b>17</b> Base erosion tax benefits related to payments reported on lines 6 through 16, on which tax is imposed by section 871 or 881, with respect to which tax has been withheld under section 1441 or 1442 at the 30% (0.30) statutory withholding tax rate .....			

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**Part IX Partner's Information for Base Erosion and Anti-Abuse Tax (Section 59A)** (continued)**Section 2 - Base Erosion Payments and Base Erosion Tax Benefits** (see instructions) (continued)

	(a) Total	(b) Total base erosion payments	(c) Total base erosion tax benefits
<b>18</b> Portion of base erosion tax benefits reported on lines 6 through 16, on which tax is imposed by section 871 or 881, with respect to which tax has been withheld under section 1441 or 1442 at reduced withholding rate pursuant to income tax treaty. Multiply ratio of percentage withheld divided by 30% (0.30) times tax benefit. See instructions .....			
<b>19 Total base erosion tax benefits</b> (subtract the sum of lines 17 and 18 from the sum of lines 8 through 16)			
<b>20</b> Reserved for future use .....			
<b>21</b> Reserved for future use .....			
<b>22</b> Reserved for future use .....			

**Part X Foreign Partner's Character and Source of Income and Deductions****Section 1 - Gross Income**

Description	(a) Total	(b) Partner determination	Partnership Determination				
			ECI		Non-ECI		
			(c) U.S. source	(d) Foreign source	(e) U.S. source (FDAP)	(f) U.S. source (other)	(g) Foreign source
<b>1</b> Ordinary business income (gross) .....							
<b>2</b> Gross rental real estate income .....	<b>4,812.</b>		<b>4,812.</b>				
<b>3</b> Other gross rental income .....	<b>4,795.</b>		<b>4,795.</b>				
<b>4</b> Guaranteed payments for services .....							
<b>5</b> Guaranteed payments for use of capital .....							
<b>6</b> Interest income .....							
<b>7</b> Dividends .....							
<b>8</b> Dividend equivalents .....							
<b>9</b> Royalties and license fees .....							
<b>10</b> Net short-term capital gain .....							
<b>11</b> Net long-term capital gain .....							
<b>12</b> Collectibles (28%) gain .....							
<b>13</b> Unrecaptured section 1250 gain .....							
<b>14</b> Net section 1231 gain .....							
<b>15</b> Reserved for future use .....							
<b>16</b> Reserved for future use .....							
<b>17</b> Reserved for future use .....							
<b>18</b> Reserved for future use .....							
<b>19</b> Reserved for future use .....							
<b>20</b> Other income (loss) not included on lines 1 through 19 .....							
<b>21 Gross income</b> (sum of lines 1 through 20) .....	<b>9,607.</b>		<b>9,607.</b>				

Name of partnership <b>HG PALETTE RIVERBEND, LP</b>	EIN <b>84-3239542</b>	Name of partner <b>RANDI GORDON</b>	SSN or TIN <b>242-88-7314</b>
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**Part X Foreign Partner's Character and Source of Income and Deductions** (continued)**Section 2 - Deductions, Losses, and Net Income**

Description	(a) Total	(b) Partner determination	Partnership Determination				
			ECI		Non-ECI		
			(c) U.S. source	(d) Foreign source	(e) U.S. source (FDAP)	(f) U.S. source (other)	(g) Foreign source
<b>1</b> Expenses related to ordinary business income (gross) .....							
<b>2</b> Research and experimental expenses .....							
<b>3</b> Expenses from rental real estate .....	<b>7,747.</b>		<b>7,747.</b>				
<b>4</b> Expenses from other rental activities .....							
<b>5</b> Royalty and licensing expenses .....							
<b>6</b> Section 179 deduction .....							
<b>7</b> Interest expense on U.S.-booked liabilities .....	<b>2,825.</b>		<b>2,825.</b>				
<b>8</b> Interest expense directly allocable under Regulations sections 1.882-5(a)(1)(ii)(B) and 1.861-10T .....							
<b>9</b> Other interest expense .....							
<b>10</b> Section 59(e)(2) expenditures .....							
<b>11</b> Net short-term capital loss .....							
<b>12</b> Net long-term capital loss .....							
<b>13</b> Collectibles loss .....							
<b>14</b> Net section 1231 loss .....							
<b>15</b> Other losses							
<b>(1)</b>							
<b>(2)</b>							
<b>16</b> Charitable contributions .....							
<b>17</b> Other:							
<b>18</b> Other:							
<b>19</b> Reserved for future use .....							
<b>20</b> Reserved for future use .....							
<b>21</b> Reserved for future use .....							
<b>22</b> Reserved for future use .....							
<b>23</b> Reserved for future use .....							
<b>24</b> <b>Total</b> (sum of lines 1 through 23) .....	<b>10,572.</b>		<b>10,572.</b>				
<b>25</b> <b>Net income (loss)</b> (line 21 (Section 1) minus line 24 (Section 2)) .....	<b>-965.</b>						

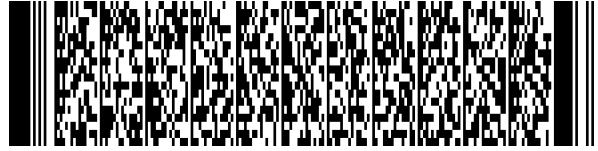
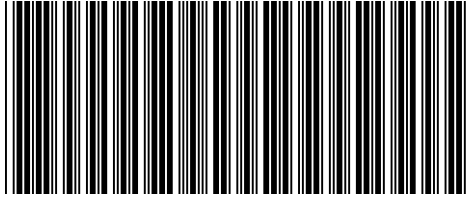
Name of partnership <b>HG PALETTE RIVERBEND, LP</b>	EIN <b>84-3239542</b>	Name of partner <b>RANDI GORDON</b>	SSN or TIN <b>242-88-7314</b>
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**Part X Foreign Partner's Character and Source of Income and Deductions** (continued)**Section 3 - Allocation and Apportionment Methods for Deductions**

<b>1</b> Gross income				<b>6</b> Reserved for future use			
<b>a</b>	Gross ECI .....		<b>9,608.</b>		(i)	(ii)	(iii)
<b>b</b>	Worldwide gross income .....		<b>9,608.</b>	<b>a</b>			
				<b>b</b>			
<b>2</b> Assets				<b>7</b> Other allocation and apportionment key			
<b>a</b>	Average U.S. assets (inside basis) .....		<b>92,452.</b>	(i) Key/Factor			(ii) Allocation
<b>b</b>	Worldwide assets .....		<b>92,452.</b>	<b>a</b>			
				<b>b</b>			
<b>3</b> Liabilities				<b>8</b> Other allocation and apportionment key			
<b>a</b>	U.S.-booked liabilities of partnership .....		<b>82,452.</b>	(i) Key/Factor			(ii) Allocation
<b>b</b>	Directly allocated partnership indebtedness .....		<b>82,452.</b>	<b>a</b>			
				<b>b</b>			
<b>4</b> Personnel							
<b>a</b>	Personnel of U.S. trade or business .....						
<b>b</b>	Worldwide personnel .....						
<b>5</b> Gross receipts from sales or services by SIC code							
	(i) SIC code	(ii) ECI	(iii) Worldwide				
<b>a</b>							
<b>b</b>							

**Section 4 - Reserved for Future Use**

Reserved	(a)	(b)	(c)
<b>1</b> Reserved for future use .....			
<b>2</b> Reserved for future use .....			
<b>3</b> Reserved for future use .....			
<b>4</b> Reserved for future use .....			
<b>5</b> Reserved for future use .....			
<b>6</b> Reserved for future use .....			
<b>7</b> Reserved for future use .....			
<b>8</b> Reserved for future use .....			
<b>9</b> Reserved for future use .....			
<b>10</b> Reserved for future use .....			



## 2022 Schedule 3K-1

MA223K1011019

### Partner's Massachusetts Information

Year beginning 01012022 Ending 12312022

RANDI GORDON 242 88 7314  
5713 WARD AVENUE VIRGINIA BEACH VA 23455  
HG PALETTE RIVERBEND, LP 84 3239542  
999 WATERSIDE DRIVE, SUI NORFOLK VA 23510

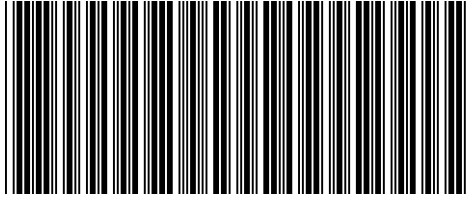
- A. Type of partner Individual resident ☒ Individual nonresident Resident trust or estate Nonresident trust or estate  
S corporation Partnership/other PTE IRA Corporation Ch 62 exempt org Ch 63 exempt org  
A1. Fill in if partner is a nonresident of Massachusetts ☒  
A2. Disregarded entity

- Status of DE partner: Domestic Foreign  
B1. Type of partner General partner or LLC member-manager ☒ Limited partner or other member  
B2. Indicate partner status ☒ Domestic partner Foreign partner  
C. Type of form submission Final Amended return  
D. Fill in if there was a sale, transfer or liquidation of any part of this partnership interest during the tax year  
E. Fill in if the partnership participated in one or more installment sales transactions  
If Yes, indicate whether information has been communicated to the partner to calculate an addition to Massachusetts tax under M.G.L., ch. 62C, sec. 32A based on the following Internal Revenue Code (IRC) provisions (check all that apply) IRC 453A IRC 453(1)(2)(B)  
F. Fill in if partner contributed property with built-in gain (loss) If filled in provide partner's share of net unrecognized IRC §704(c) gain (loss):  
Beginning: Ending:

### Partner's Distributive Share

- |   |    |       |
|---|----|-------|
| 1. Massachusetts ordinary income or loss                        | 1  |       |
| 2. Guaranteed payments to partners (deductible and capitalized) | 2  |       |
| 3. Separately stated deductions                                 | 3  |       |
| 4. Combine lines 1 through 3                                    | 4  |       |
| 5a. Taxes due to another jurisdiction                           | 5a |       |
| 5b. Total other credits (from "Credit Section")                 | 5b |       |
| 6. Credit recapture   | 6  |       |
| 7. Net income or loss from rental real estate activity          | 7  | -1178 |
| 8. Net income or loss from other rental activity                | 8  |       |
| 9. Interest from U.S. obligations                               | 9  |       |
| 10. Interest (5.0%) from Massachusetts banks                    | 10 |       |
| 11. Other interest and dividend income                          | 11 |       |
| 12. Non-Massachusetts state and municipal bond interest         | 12 |       |
| 13. Royalty income  | 13 |       |





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Partner's Massachusetts Information  
242 88 7314

14. Short-term capital gains	14
15. Short-term capital losses	15
16. Gain on the sale, exchange or involuntary conversion of property used in a trade or business held for one year or less	16
17. Loss on the sale, exchange, or involuntary conversion of property used in a trade or business held for one year or less	17
18. Long-term capital gain or loss	18
19. Net gain or loss under Section 1231	19
20. Long-term gains on collectibles and pre-1996 installment sales	20
21. Differences and adjustments	21

**Corporate Partner Information**

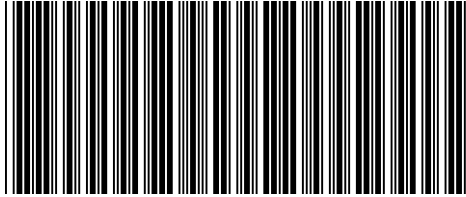
22. State and municipal bond interest not included in U.S. net income	22
23. Foreign, state or local income, franchise, excise or capital stock taxes deducted from U.S. net income	23
24. Other adjustments, if any	24

**Reconciliation of Partner's Capital Account**

25. Balance at the beginning of the year	25	22768
26. Massachusetts net income for the year	26	-1178
27. Entire net income for the year	27	-965
28. Capital contributions	28	
29. Withdrawals	29	2695
30. Balance at end of year	30	19108

**Partner's Share of Profit, Loss and Capital**

31. Percentage of profit	Beginning	0.080000	Ending	0.080000
32. Percentage of loss	Beginning	0.080000	Ending	0.080000
33. Percentage of capital	Beginning	0.080000	Ending	0.080000
34. Non-recourse liabilities			Ending	
35. Qualified non-recourse financing			Ending	82452
36. Recourse liabilities			Ending	



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Partner's Massachusetts Information  
**242 88 7314**

**Pass-through Entity Payment and Credit Information**

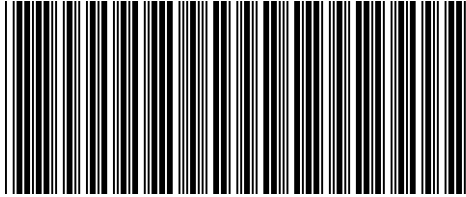
	Declaration election code Non-profit	Withholding Exempt corporate limited partner	Composite	Member self-file	Exempt PTE	Insurance company
37. Withholding amount						37
38. Payments made in a composite filing						38
39. Credit for amounts withheld by lower-tier entity(ies)						39
Payer ID number						
40. Payments made with a composite filing by lower-tier entity(ies)						40

**Partner's Share of Chapter 63D Refundable Credit**

Reporting of aggregate entity information: The electing pass-through entity should report its total qualified income as an aggregate amount derived from all resident or nonresident partners having qualified taxable income subject to the MGL ch 63D entity-level tax. See instructions.

If the partner is a trust, fill in if the trust is a pass-through entity

41. Total qualified income subject to 5.0% entity-level tax	
a. Total of ordinary income or loss, interest, and dividend income	41a
b. Net gain or loss from the sale of capital assets	41b
c. Total income subject to 5% entity-level tax	41c
d. 100% of entity-level tax reported and paid by pass-through entity	41d
e. Partner's refundable credit	41e



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**MA223K1041019**

Partner's Massachusetts Information  
**242 88 7314**

**Credit Section**

Lead Paint Credit  
Economic Opportunity Area Credit  
Economic Development Incentive Program Credit  
Brownfields Credit  
Low-Income Housing Credit  
Historic Rehabilitation Credit  
Film Incentive Credit  
Medical Device Credit  
Ch 63D Refundable Credit  
Employer Wellness Program Credit  
Farming and Fisheries Credit  
Certified Housing Development Credit  
Life Sciences Credit  
Veterans Hire Credit  
Low Income Housing Donation Credit  
Refundable Film Credit  
Refundable Dairy Credit  
Refundable Conservation Credit  
Refundable Community Investment Credit  
Angel Investor Credit  
Apprentice Credit  
Vacant Store Front Credit  
Cranberry Bog Credit

Total credits



OR FISCAL YEAR BEGINNING \_\_\_\_\_ 2022, ENDING \_\_\_\_\_

**INFORMATION ABOUT THE PASS-THROUGH ENTITY (PTE)**

HG PALETTE RIVERBEND LP		843239542	
PTE Name		PTE FEIN	
999 WATERSIDE DRIVE SUITE 230	NORFOLK	VA	23510
Street Address	City	State	ZIP Code +4

**INFORMATION ABOUT THE MEMBER**

13	RANDI GORDON	242887314
Member Number	Member Name	Member's SSN/FEIN
5713 WARD AVENUE	VIRGINIA BEACH	VA 23455
Street Address	City	State ZIP Code +4
Resident? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		Distributive or Pro Rata Share Percentage 8.000000 %

**A. Member's Income**

1. Distributive or pro rata share of income from federal Schedule K-1	1.	-965.00
2. Distributive or pro rata share allocable to Maryland (Nonresidents/Residents)	2.	-655.00

**B. Additions**

1. Non-Maryland municipal interest and dividends	1.	.00
2. Tax preference items	2.	.00
3. Net decoupling modification	3.	.00
4. Net decoupling modification from another PTE	4.	.00
5. Other additions (Specify additions with amounts in part G of this form.)	5.	.00

**C. Subtractions**

1. Income from U.S. obligations	1.	.00
2. Work opportunity credit salary expense	2.	.00
3. Net decoupling modification	3.	.00
4. Net decoupling modification from another PTE	4.	1462.00
5. Other subtractions (Specify subtractions with amounts in part G of this form.)	5.	.00

**D. Nonresident/Resident Tax - Enter the member's distributive or pro rata share**

1. Nonresident tax paid on member's behalf by this PTE (Form 510)	1.	0.00
2. Pass-through entity election tax paid on member's distributive or pro rata share of income by this PTE (Form 511)	2.	0.00
3. Nonresident tax paid by other PTEs on behalf of this entity (Form 510)	3.	0.00
4. Pass-through entity election tax paid on member's pro rata or distributive share of income by other PTEs for this entity's distributive or pro rata share of income (Form 511)	4.	0.00
5. Total (Add Lines 1 through 4.) See instructions on where to report the amount from this form.		
<b>Note:</b> Members with entries on Lines 2 and 4 are required to addback the amount of the credit total on Line 2 and 4 on their respective returns		
	5.	0.00

**E. Credits (\*\*Required documentation or certification must be attached.)**

**Nonrefundable Credits**

1. Enterprise Zone Tax Credit**	1.	.00
2. Maryland Disability Employment Tax Credit**	2.	.00
3. Job Creation Tax Credit**	3.	.00
4. Community Investment Tax Credit**	4.	.00
5. Businesses that Create New Jobs Tax Credit	5.	.00
6. Reserved	6.	XXXXXXXXXXXX.00

NAME HG PALETTE RIVERBE FEIN 843239542

7.	Employer-Provided Long-Term Insurance Tax Credit .....	7.	.....	.00
8.	RESERVED .....	8.	XXXXXXXXXXXXX	.00
9.	RESERVED .....	9.	XXXXXXXXXXXXX	.00
10.	Research and Development Tax Credit*** .....	10.	.....	.00
11.	Commuter Tax Credit .....	11.	.....	.00
12.	Work Opportunity Tax Credit .....	12.	.....	.00
13.	Oyster Shell Recycling Tax Credit*** .....	13.	.....	.00
14.	Energy Storage Systems Tax Credit*** .....	14.	.....	.00
15.	Cybersecurity Incentive Tax Credit for Buyers of Cybersecurity Technology or Cybersecurity Services*** .....	15.	.....	.00
16.	RESERVED .....	16.	XXXXXXXXXXXXX	.00
17.	Endow Maryland Tax Credit*** .....	17.	.....	.00
18.	Preservation and Conservation Easements Tax Credit*** .....	18.	.....	.00
19.	Apprentice Employee Tax Credit*** .....	19.	.....	.00
20.	Qualified Farms Tax Credit*** .....	20.	.....	.00
21.	RESERVED .....	21.	XXXXXXXXXXXXX	.00
22.	Endowments of Maryland Historically Black Colleges and Universities*** .....	22.	.....	.00

**Refundable Credits**

23.	Cybersecurity Incentive Tax Credit for Investors in Cybersecurity*** .....	23.	.....	.00
24.	Film Production Activity Tax Credit*** .....	24.	.....	.00
25.	Biotechnology Investment Incentive Tax Credit*** .....	25.	.....	.00
26.	Clean Energy Incentive Tax Credit*** .....	26.	.....	.00
27.	Small Business Relief Tax Credit*** .....	27.	.....	.00
28.	Small Business Research & Development Tax Credit*** .....	28.	.....	.00
29.	Heritage Structure Rehabilitation Tax Credit*** .....	29.	.....	.00
30.	Theatrical Production Tax Credit*** .....	30.	.....	.00
31.	More Jobs for Marylanders Tax Credit*** .....	31.	.....	.00
32.	Catalytic Revitalization Projects and Historic Revitalization Tax Credit *** .....	32.	.....	.00

**One Maryland Economic Development Tax Credit\*\*\* Certified after June 30, 2018**☐ Refundable ☐ Nonrefundable

33a.	Total number of "qualified employees" .....	33a.	.....	
33b.	If the amount on line 33a is less than the minimum number of qualified employees required to qualify for the project tax credit, has the PTE maintained at least the minimum number of qualified employees required to qualify for the project tax credit for at least 5 years?			

☐ Yes ☐ No**Enter Member's Distributive or Pro Rata share of the following:**

34.	Portion of PTE's income attributable to project .....	34.	.....	.00
35.	Amount of Maryland income tax required to be withheld from employees reported on line 33a of this form .....	35.	.....	.00
36.	Total eligible cumulative project costs (\$500,000 PTE minimum)(PTE maximum amounts.: For \$1,000,000 maximum credit, at least 10 but fewer than 25 qualified employees. For \$2,500,000 maximum credit, at least 25 but fewer than 50 qualified employees. For \$5,000,000 maximum credit, at least 50 qualified employees.) .....	36.	.....	.00

**One Maryland Economic Development Tax Credit\*\*\* Certified before July 1, 2018**☐ Refundable ☐ Nonrefundable

37a.	Total number of "qualified employees" .....	37a.	.....	
37b.	If the amount on line 37a is less than 25, has the PTE maintained at least 25 qualified employees for at least 5 years?			

☐ Yes ☐ No**Enter Member's Distributive or Pro Rata share of the following:**

38.	Portion of PTE's income attributable to project .....	38.	.....	.00
-----	---	-----	-------	-----



NAME HG PALETTE RIVERBE FEIN 843239542

39.	Non-project taxable income from PTE .....	39.	_____	.00
40.	Number of "qualified employees" multiplied by \$10,000 .....	40.	_____	.00
41.	Amount of Maryland income tax required to be withheld from employees reported on line 37a of this form .....	41.	_____	.00
42.	Total eligible cumulative project costs (\$500,000 PTE minimum, \$5,000,000 PTE maximum.) .....	42.	_____	.00
43.	Total cumulative eligible start-up costs (\$500,000 PTE maximum) .....	43.	_____	.00

**F. Withholding for Nonresident Sale of Real Property**

1.	Member's share of flow-through of a payment of withholding on Nonresident Sale of Real Property payment from PTE .....	1.	_____	.00
----	---	----	-------	-----

**G. Additional Information**

SEE ATTACHED STATEMENT FOR A DETAIL OF NON-MARYLAND INCOME

\_\_\_\_\_

\_\_\_\_\_

\_\_\_\_\_

MD SCHEDULE K-1

FOOTNOTES

YOUR SHARE OF THE ALL SOURCE MODIFICATIONS FOR MARYLAND  
RESIDENTS IS:

-2330.

MD SCHEDULE K-1

NON-MARYLAND INCOME

DESCRIPTION	TOTAL EVERYWHERE	ALLOCATED TO MARYLAND	NON-MARYLAND INCOME
FROM PALETTE HOLDCO LP	-965.	-655.	-310.
TOTAL INCOME TO SCHEDULE K-1	-965.	-655.	-310.



Department of Taxation and Finance  
**New York Partner's Schedule K-1**  
 Tax Law - Article 22 (Personal Income Tax)

288851 11-04-22

**IT-204-IP**

For calendar year 2022 or tax year beginning  and ending

☐ Final K-1 13

☐ Amended K-1

**Partners:** Before completing your income tax return, see Form IT-204-IP-I, *Partner's Instructions for Form IT-204-IP* (available at [www.tax.ny.gov](http://www.tax.ny.gov)).

**Partnership's information** (see instructions)

Partnership's name (as shown on Form IT-204) <b>HG PALETTE RIVERBEND LP</b>	Partnership's EIN <b>843239542</b>
--	---------------------------------------

**A** Mark an **X** in the box if either applies to your entity ☐ Publicly traded partnership ☐ Portfolio investment partnership

**B** Tax shelter registration number, if any ..... **B**

**C** Business allocation percentage ..... **C**  %

**Partner's information** (see instructions)

Partner's name <b>RANDI GORDON</b>			Partner's identifying number <b>242887314</b>
Partner's address <b>5713 WARD AVENUE</b>			
City <b>VIRGINIA BEACH</b>	State <b>VA</b>	ZIP code <b>23455</b>	

**D** The partner is a (mark an **X** in the appropriate box) ☐ General partner or LLC member-manager ☒ Limited partner or other LLC member

**E** What is the tax filing status of the partner? (Mark an **X** in the appropriate box, if known.) ☒ Individual ☐ Estate/trust ☐ Partnership

**F** If the partner is a disregarded entity or grantor trust, enter the tax ID of the entity or individual reporting the income, if known ..... **F**

**G** Did the partner sell its entire interest during the tax year? ..... **G** Yes ☐ No ☒

**H** Partner's share of profit, loss, and capital

	Beginning	Ending
1) Profit ..... <b>H1</b>	8.0000%	8.0000%
2) Loss ..... <b>H2</b>	8.0000%	8.0000%
3) Capital ..... <b>H3</b>	8.0000%	8.0000%

**I** Partner's share of liabilities at the end of the year

1) Nonrecourse .....	<b>I1</b>	
2) Qualified nonrecourse financing .....	<b>I2</b>	82452
3) Recourse .....	<b>I3</b>	

**J** Partner's capital account analysis

1) Beginning capital account .....	<b>J1</b>	22768
2) Capital contributed during the year - cash .....	<b>J2</b>	
3) Capital contributed during the year - property .....	<b>J3</b>	
4) Current year increase (decrease) .....	<b>J4</b>	-965
5) Withdrawals and distributions - cash .....	<b>J5</b>	2695
6) Withdrawals and distributions - property .....	<b>J6</b>	
7) Ending capital account .....	<b>J7</b>	19108

8) Method of accounting (mark an **X** in the appropriate box)  
☒ Tax basis ☐ GAAP ☐ Book ☐ Other (submit explanation)

**K** Resident status (mark an **X** in all boxes that apply; see instructions)

<input type="checkbox"/> NYS full-year resident	<input type="checkbox"/> Yonkers full-year resident	<input type="checkbox"/> NYC full-year resident
<input type="checkbox"/> NYS part-year resident	<input type="checkbox"/> Yonkers part-year resident	<input type="checkbox"/> NYC part-year resident
<input checked="" type="checkbox"/> NYS nonresident	<input type="checkbox"/> Yonkers nonresident	

**L** If the partner was included in a group return, enter the special NYS identification number, if known ..... **L**

NO HANDWRITTEN ENTRIES ON THIS FORM

118001221019





**M** Was Form IT-2658-E filed with the partnership? ..... **M** Yes ☐ No ☒

**N** NYS estimated tax paid on behalf of partner (from Form IT-2658-NYS)

	Date	Amount
1) First installment .....	<b>N1</b>	
2) Second installment .....	<b>N2</b>	
3) Third installment .....	<b>N3</b>	
4) Fourth installment .....	<b>N4</b>	
Total NYS estimated tax paid on behalf of partner (add lines N1 through N4) .....	<b>N</b>	

**O** Estimated MCTMT paid on behalf of partner (from Form IT-2658-MTA)

	Date	Amount
1) First installment .....	<b>O1</b>	
2) Second installment .....	<b>O2</b>	
3) Third installment .....	<b>O3</b>	
4) Fourth installment .....	<b>O4</b>	
Total estimated MCTMT paid on behalf of partner (add lines O1 through O4) .....	<b>O</b>	

**P** Did the partnership elect to pay the pass-through entity tax (PTET) for the current tax year? ..... **P** Yes ☐ No ☒

If Yes, what residency status was assigned to this partner for purposes of computing the pass-through entity taxable income (PTE taxable income)? (Mark an X in the appropriate box; see instructions)

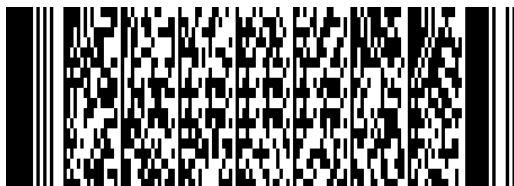
Resident ☐ Nonresident ☐

**Partner's share of income, deductions, etc.**

A - Partner's distributive share items	B - Federal K-1 amount	C - New York State amount
1 Ordinary business income (loss) .....	1	1
2 Net rental real estate income (loss) .....	2 -965	2
3 Other net rental income (loss) .....	3	3
4 Guaranteed payments .....	4	4
5 Interest income .....	5	5
6 Ordinary dividends .....	6	6
7 Royalties .....	7	7
8 Net short-term capital gain (loss) .....	8	8
9 Net long-term capital gain (loss) .....	9	9
10 Net section 1231 gain (loss) .....	10	10
11 Other income (loss) Identify: .....	11	11
12 Section 179 deduction .....	12	12
13 Other deductions Identify: .....	13	13
14 This line intentionally left blank .....	14	14
15 Net earnings (loss) from self-employment .....	15	15
16 Tax-exempt income and nondeductible expenses .....	16	16
17 Distributions - cash and marketable securities .....	17 2695	17
18 Distributions - other property .....	18	18
19 Other items not included above that are required to be reported separately to partners .....	19 102969	19
Identify: <b>SEE STATEMENT</b>		

NO HANDWRITTEN ENTRIES ON THIS FORM

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**Partner's share of New York modifications** (see instructions)**20** New York State additions

	Number	A - Total amount	B - New York State allocated amount
20a	EA-		
20b	EA-		
20c	EA-		
20d	EA-		
20e	EA-		
20f	EA-		

**21** Total addition modifications (total of column A, lines 20a through 20f) .....**21** **22** New York State subtractions

	Number	A - Total amount	B - New York State allocated amount
22a	ES- 213	2305	
22b	ES-		
22c	ES-		
22d	ES-		
22e	ES-		
22f	ES-		

**23** Total subtraction modifications (total of column A, lines 22a through 22f) .....**23** **24** Additions to itemized deductions

	Letter	Amount
24a		
24b		
24c		
24d		
24e		
24f		

**25** Total additions to itemized deductions (add lines 24a through 24f) .....**25** **26** Subtractions from itemized deductions

	Letter	Amount
26a		
26b		
26c		
26d		
26e		
26f		

**27** Total subtractions from itemized deductions (add lines 26a through 26f) .....**27** **28** This line intentionally left blank .....**28** 

NO HANDWRITTEN ENTRIES ON THIS FORM

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**Partner's other information**

<b>29a</b>	Partner's share of New York source gross income .....	<b>29a</b>	
<b>29b</b>	MCTD allocation percentage (see instructions) .....	<b>29b</b>	%
<b>29c</b>	Partner's share of receipts from the sale of goods by manufacturing .....	<b>29c</b>	
<b>29d</b>	Partner's share of New York adjusted basis of qualified manufacturing property .....	<b>29d</b>	

**Partner's credit information****Part 1 - Flow-through credit bases and information****Brownfield redevelopment tax credit** (Form IT-611, IT-611.1, or IT-611.2)

		A - Form IT-611	B - Form IT-611.1	C - Form IT-611.2
<b>30</b>	Site preparation credit component .....	<b>30</b>		
<b>31</b>	Tangible property credit component .....	<b>31</b>		
<b>32</b>	On-site groundwater remediation credit component .....	<b>32</b>		

<b>33</b>	This line intentionally left blank .....	<b>33</b>	
<b>34</b>	This line intentionally left blank .....	<b>34</b>	
<b>35</b>	This line intentionally left blank .....	<b>35</b>	

**QEZE tax reduction credit** (Form IT-604)

<b>36</b>	QEZE employment increase factor .....	<b>36</b>	
<b>37</b>	QEZE zone allocation factor .....	<b>37</b>	
<b>38</b>	QEZE benefit period factor .....	<b>38</b>	

**Excelsior jobs program tax credit** (Form IT-607)

<b>39</b>	Excelsior jobs tax credit component .....	<b>39</b>	
<b>40</b>	Excelsior investment tax credit component .....	<b>40</b>	
<b>41</b>	Excelsior research and development tax credit component .....	<b>41</b>	
<b>42</b>	Excelsior real property tax credit component .....	<b>42</b>	
<b>42a</b>	Excelsior child care services tax credit component .....	<b>42a</b>	

**Farmers' school tax credit** (Form IT-217)

<b>43</b>	Acres of qualified agricultural property .....	<b>43</b>	
<b>44</b>	Acres of qualified conservation property .....	<b>44</b>	
<b>45</b>	Eligible school district property taxes paid .....	<b>45</b>	
<b>46</b>	Acres of qualified agricultural property converted to nonqualified use .....	<b>46</b>	

**Other flow-through credit bases and information**

## Credit bases

Code	Amount	Code	Amount
<b>47a</b>		<b>47d</b>	
<b>47b</b>		<b>47e</b>	
<b>47c</b>		<b>47f</b>	

## Credit information

Code	Information	Code	Information
<b>47g</b>		<b>47j</b>	
<b>47h</b>		<b>47k</b>	
<b>47i</b>		<b>47l</b>	

NO HANDWRITTEN ENTRIES ON THIS FORM

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**Partner's credit information** *(continued)***Part 2 - Flow-through credits, addbacks, and recaptures**

- 48 Long-term care insurance credit *(Form IT-249)* .....
- 49 Investment credit *(including employment incentive credit and historic barn rehabilitation credit; Form IT-212)* .....
- 50 Research and development - investment credit *(Form IT-212)* .....
- 51 Other flow-through credits

48	
49	
50	

Code	Amount
51a	
51b	
51c	
51d	

Code	Amount
51e	
51f	
51g	
51h	

- 52 Addbacks of credits and recaptures

Code	Amount
52a	
52b	
52c	

Code	Amount
52d	
52e	
52f	

**Part 3 - START-UP NY tax elimination credit information** *(Form IT-638)*

- 53 START-UP NY business certificate number *(Form DTF-74)* .....
- 54 Year of START-UP NY business tax benefit period .....
- 55 START-UP NY area allocation factor .....

53	
54	
55	

**Partner's share of New York adjustments due to decoupling from the IRC** *(see instructions)*

	A - Total amount	B - New York State allocated amount
1 Total of New York additions .....	1	
2 Total of New York subtractions .....	2	

NO HANDWRITTEN ENTRIES ON THIS FORM

118005221019



## NY IT-204-IP OTHER ITEMS REQUIRED TO BE REPORTED SEPARATELY

DESCRIPTION	AMOUNT FROM FEDERAL SCHEDULE K-1	NEW YORK STATE AMOUNT
BUSINESS INTEREST EXPENSE	2,825.	0.
UNRELATED BUSINESS TAXABLE INCOME	-895.	0.
SECTION 199A UNADJUSTED BASIS OF ASSETS	102,004.	0.
SECTION 199A RENTAL INCOME/LOSS	-965.	0.
TOTAL TO FORM IT-204-IP, PAGE 2, LINE 19	102,969.	0.

2022 Form 502  
Schedule VK-1

Virginia Pass-Through Entity  
Owner's Share of Income and  
Virginia Modifications and Credits



CHECK IF -

☐ Final If SHORT Period Return: Beginning Date \_\_\_\_\_, 2022; Ending Date \_\_\_\_\_  
☐ Amended Return: Enter Reason Code \_\_\_\_\_ ☐ Owner is Participating in a Unified Nonresident Individual Income Tax Return

Owner Information		Pass-Through Entity (PTE) Information	
Name <b>RANDI GORDON</b>	FEIN or SSN <b>242-88-7314</b>	Name <b>HG PALETTE RIVERBEND, LP</b>	FEIN <b>84-3239542</b>
Address <b>5713 WARD AVENUE</b>		Address <b>999 WATERSIDE DRIVE, SUI</b>	
Address Continued		Taxable Year End Date <b>12/31/22</b>	
City or Town, State, and ZIP Code <b>VIRGINIA BEACH, VA 23455</b>		Address Continued	
		City or Town, State, and ZIP Code <b>NORFOLK, VA 23510</b>	

**Additional Owner Information** (see instructions)

a. Date owner acquired interest in the PTE (MM/DD/YYYY) .....	a. <u>03/25/2021</u>
b. Owner's entity type (Enter code) .....	b. <u>RES</u>
c. Owner's participation type (Enter code) .....	c. <u>LPT</u>
d. Owner's participation percentage (Example: 47.35%) .....	d. <u>8.00</u> %
e. Amount withheld by PTE for the owner .....	e. <u>.00</u>
f. If owner or entity is exempt from withholding, enter an exemption code .....	f. _____

**Distributive or Pro Rata Income and Deductions** (see instructions)

1. Total taxable income amounts .....	1. <u>-965</u> .00
2. Total deductions .....	2. <u>.00</u>
3. Tax-exempt interest income .....	3. <u>.00</u>

**Allocation and Apportionment**

4. Income allocated to Virginia (owner's share from PTE's Schedule 502A, Section C, Line 2) .....	4. <u>.00</u>
5. Income allocated outside of Virginia (owner's share from PTE's Schedule 502A, Section C, Line 3(e)) .....	5. <u>.00</u>
6. Apportionable income (owner's share from PTE's Schedule 502A, Section C, Line 4) .....	6. <u>-965</u> .00
7. Virginia apportionment percentage (from PTE's Schedule 502A, Section B - percent from Line 1 or Line 2(f), or 100%) .....	7. <u>.000000</u> %

**Virginia Additions - Owner's Share**

8. Fixed date conformity - depreciation .....	8. <u>.00</u>
9. Fixed date conformity - other .....	9. <u>.00</u>
10. Net income tax or other tax used as a deduction in determining taxable income (see instructions) .....	10. <u>.00</u>
11. Interest on municipal or state obligations other than from Virginia .....	11. <u>.00</u>

12. Other additions (see Form 502 instructions for addition codes.)

Code	Amount	Code	Amount
12a. <input style="width: 40px;" type="text"/>	<u>.00</u>	12b. <input style="width: 40px;" type="text"/>	<u>.00</u>
12c. <input style="width: 40px;" type="text"/>	<u>.00</u>	12d. <input style="width: 40px;" type="text"/>	<u>.00</u>

13. Total Additions (add Lines 8-11 and 12a-12d) .....	13. <u>.00</u>
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**Virginia Subtractions - Owner's Share**

14. Fixed date conformity - depreciation .....	14. <u>2330</u> .00
15. Fixed date conformity - other .....	15. <u>.00</u>
16. Income from obligations of the United States .....	16. <u>.00</u>

17. Other subtractions (see Form 502 instructions for subtraction codes.)

Certification Number (if applicable)	Code	Amount
17a. <input style="width: 150px;" type="text"/>	<input style="width: 40px;" type="text"/>	<u>.00</u>
17b. <input style="width: 150px;" type="text"/>	<input style="width: 40px;" type="text"/>	<u>.00</u>
17c. <input style="width: 150px;" type="text"/>	<input style="width: 40px;" type="text"/>	<u>.00</u>
17d. <input style="width: 150px;" type="text"/>	<input style="width: 40px;" type="text"/>	<u>.00</u>

18. Total Subtractions. (add Lines 14-16 and 17a-17d) .....	18. <u>2330</u> .00
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Use **Schedule SVK-1** if you are claiming more additions or subtractions than the Schedule VK-1 allows.

Refer to the Form 502 Instructions for addition and subtraction codes. Check this box and enclose Schedule SVK-1. ☐

**2022 Virginia  
Schedule VK-1**

Page 2

Owner FEIN or SSN **242-88-7314**  
PTE FEIN **84-3239542****Virginia Tax Credits**

See the Schedule CR Instructions (individuals) or Schedule 500CR Instructions (corporations).

**Part I - Nonrefundable Credits**

1. State Income Tax Paid (see Form 502 Instructions) .....	.00
2. Neighborhood Assistance Act Tax Credit .....	.00
3. Biodiesel and Green Diesel Fuels Tax Credit .....	.00
4. Recyclable Materials Processing Equipment Tax Credit .....	.00
5. Vehicle Emissions Testing Equipment Tax Credit .....	.00
6. Major Business Facility Job Tax Credit .....	.00
7. Waste Motor Oil Burning Equipment Tax Credit .....	.00
8. Riparian Forest Buffer Protection for Waterways Tax Credit .....	.00
9. Reserved for Future Use .....	XXXXXXXXXXXXXXXXXXXX
10. Reserved for Future Use .....	XXXXXXXXXXXXXXXXXXXX
11. Reserved for Future Use .....	XXXXXXXXXXXXXXXXXXXX
12. Historic Rehabilitation Tax Credit .....	.00
13. Land Preservation Tax Credit .....	.00
14. Qualified Equity and Subordinated Debt Investments Tax Credit .....	.00
15. Communities of Opportunity Tax Credit .....	.00
16. Green Jobs Creation Tax Credit .....	.00
17. Farm Wineries and Vineyards Tax Credit .....	.00
18. International Trade Facility Tax Credit .....	.00
19. Port Volume Increase Tax Credit .....	.00
20. Barge and Rail Usage Tax Credit .....	.00
21. Livable Home Tax Credit .....	.00

22. Research and Development Expenses Tax Credit (Use this line if the taxpayer does not qualify for a refundable credit.) .....	.00
23. Education Improvement Scholarships Tax Credit .....	.00
24. Major Research and Development Expenses Tax Credit .....	.00
25. Food Crop Donation Tax Credit .....	.00
26. Worker Training Tax Credit .....	.00
27. Virginia Housing Opportunity Tax Credit .....	.00

**Part II - Total Nonrefundable Credits****1. Total Nonrefundable Credits.**Add Part I, Lines 1-8 and 12-27 ..... **.00****Part III - Refundable Credits**

1. Agricultural Best Management Practices Tax Credit .....	.00
2. 100% Coalfield Employment Enhancement Tax Credit from 2022 Form 306D, Part II, Section 1, Line 1 .....	.00
3. Full Credit: Enter amount from 2022 Form 306D, Part II, Section 2, Line 3 .....	.00
4. 85% Credit: Enter amount from 2022 Form 306D, Part II, Section 3, Line 5 .....	.00
5. Total Coalfield Employment Enhancement Tax Credit allowable this year (Add Lines 3 and 4) .....	.00
6. Reserved for Future Use .....	XXXXXXXXXXXXXXXXXXXX
7. Motion Picture Production Tax Credit .....	.00
8. Research and Development Expenses Tax Credit .....	.00
9. Conservation Tillage and Precision Agricultural Equipment Tax Credit .....	.00
10. Pass-Through Entity Elective Tax Payment Credit .....	.00

**Part IV - Total Refundable Credits****1. Total Refundable Credits.**(Add Part III, Lines 1, 5, and 7-10) ... **.00**

**NOTICE:** You received this Schedule VK-1 because the above-named PTE earned income from Virginia sources and has passed through to you a portion of that Virginia source income based on your ownership of the PTE. A copy of this schedule has been filed with the Department. Everyone who receives Virginia source income is subject to taxation by Virginia regardless of state of residency or domicile. You may be required to file a Virginia tax return even though you may be a nonresident individual or a business domiciled outside of Virginia. To determine if you are required to file a Virginia income tax return, consult a tax professional. Information and forms may be obtained at [www.tax.virginia.gov](http://www.tax.virginia.gov), or by calling the Department at (804) 367-8031 (individuals) or (804) 367-8037 (businesses).

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VA SCHEDULE VK-1

FOOTNOTES

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NONE OF THE MODIFICATIONS ON YOUR VA K-1 ARE FROM VA SOURCES.

ALL PARTNERSHIP INCOME IS FROM PASSTHROUGH ENTITIES THAT DERIVE INCOME FROM MASSACHUSETTS AND MARYLAND SOURCES.

YOUR SHARE OF THE ALL SOURCE MODIFICATIONS FOR VIRGINIA RESIDENTS IS THE FOLLOWING:  
DEPRECIATION ADDITIONS:



HG PALETTE RIVERBEND, LP

84-3239542

DEPRECIATION SUBTRACTIONS:

YOUR SHARE OF THE ALL SOURCE MODIFICATIONS FOR VIRGINIA  
RESIDENTS IS THE FOLLOWING:

DEPRECIATION ADDITIONS:

DEPRECIATION SUBTRACTIONS: