

Schedule K-1 (Form 1065)

2013

Final K-1 Amended K-1 OMB No. 1545-0099

Department of the Treasury Internal Revenue Service

For calendar year 2013, or tax year beginning ending

Partner's Share of Income, Deductions, Credits, etc. See separate instructions.

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

Part I Information About the Partnership

A Partnership's employer identification number B Partnership's name, address, city, state, and ZIP code MIDWAY TURTLE CREEK LLC 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 identification number F Partner's name, address, city, state, and ZIP code BLUE CHIP CAPITAL, LLC G General partner or LLC member-manager Limited partner or other LLC member H Domestic partner Foreign partner I1 What type of entity is this partner? PARTNERSHIP 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 1.0430690% 1.0430690% Loss 1.3458950% 1.3458950% Capital 1.3458950% 1.3458950% K Partner's share of liabilities at year end: Nonrecourse \$ 13,609. Qualified nonrecourse financing \$ 130,608. Recourse \$ 0. L Partner's capital account analysis: Beginning capital account \$ 46,205. Capital contributed during the year \$ Current year increase (decrease) \$ -14,434. Withdrawals & distributions \$ 5,900. Ending capital account \$ 25,871. M Did the partner contribute property with a built-in gain or loss? Yes No X No If "Yes", attach statement (see instructions)

1 Ordinary business income (loss) 0. 2 Net rental real estate income (loss) -14,286. 3 Other net rental income (loss) 4 Guaranteed payments 5 Interest income 1. 6a Ordinary dividends 6b Qualified dividends A 2,325. B\* -5. 7 Royalties 8 Net short-term capital gain (loss) 9a Net long-term capital gain (loss) 9b Collectibles (28%) gain (loss) 19 Distributions A 5,900. 9c Unrecaptured sec 1250 gain 10 Net section 1231 gain (loss) A 1. 11 Other income (loss) 12 Section 179 deduction 13 Other deductions W\* STMT 14 Self-employment earnings (loss) A 0. 15 Credits 16 Foreign transactions 17 Alternative min tax (AMT) items 18 Tax-exempt income and nondeductible expenses 20 Other information

\*See attached statement for additional information. For IRS Use Only

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SCHEDULE K-1 OTHER DEDUCTIONS, BOX 13, CODE W

DESCRIPTION	PARTNER FILING INSTRUCTIONS	AMOUNT
MISCELLANEOUS FEES		27.
PROFESSIONAL FEES		14.
TOTAL TO SCHEDULE K-1, BOX 13, CODE W		41.

SCHEDULE K-1 ALTERNATIVE MINIMUM TAX, ADJUSTED GAIN OR LOSS, BOX 17, CODE B

DESCRIPTION	PARTNER FILING INSTRUCTIONS	AMOUNT
ORDINARY GAIN OR LOSS	SEE FORM 6251 INSTRUCTIONS	-5.
TOTAL TO SCHEDULE K-1, BOX 17, CODE B		-5.

SCHEDULE K-1 CURRENT YEAR INCREASES (DECREASES)

DESCRIPTION	AMOUNT	TOTALS
RENTAL REAL ESTATE INCOME (LOSS)	-14,286.	
INTEREST INCOME	1.	
SCHEDULE K-1 INCOME SUBTOTAL		-14,285.
OTHER DEDUCTIONS	-41.	
SCHEDULE K-1 DEDUCTIONS SUBTOTAL		-41.
NET INCOME (LOSS) PER SCHEDULE K-1		-14,326.
HAWTHORNE-MIDWAY TURTLE CREEK LLC K-1 ADJUSTMENT	-54.	
	-54.	
OTHER INCREASES OR DECREASES SUBTOTAL		-108.
TOTAL TO SCHEDULE K-1, ITEM L		-14,434.

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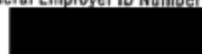
**2013 Partner's Share of  
N.C. Income, Adjustments, and Credits**  
North Carolina Department of Revenue

For calendar year or fiscal year beginning **01 01 13** and ending **12 31 13**

Partner's Identifying Number



Federal Employer ID Number



Partner's Name, Address, and ZIP Code

**BLUE CHIP CAPITAL LLC**

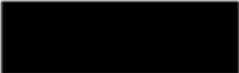


Partnership's Name, Address, and ZIP Code

**MIDWAY TURTLE CREEK LLC**



Partnership's Pro Rata Share Items	Amount	Individuals Filing Form D-400 Enter Amount on:
<b>All Partners</b>		
1. Share of partnership income (loss)	-14285	
2. Additions to income (loss)		
a. Addition for bonus depreciation	1185	Page 2, Line 35
b. Other additions to income (loss)	0	Page 2, Line 38
3. Deductions from income (loss)		
a. Deduction for bonus depreciation <b>STMT</b>	62	Page 2, Line 46
b. Other deductions from income (loss) <b>STMT</b>	41	Page 2, Line 51
4. Share of tax credits	0	Form D-400TC
5. Share of tax withheld from nonwage compensation paid for personal services performed in N.C.	0	Page 2, Line 23
<b>Nonresidents Only</b>		
6. Nonresident's share of N.C. taxable income (loss)	-13203	Page 2, Line 53
7. Nonresident's share of net tax paid by the manager of the partnership	0	Page 2, Line 24c



NC SCH K-1 DEDUCTIONS FROM FEDERAL TAXABLE INCOME

DESCRIPTION	AMOUNT
MISCELLANEOUS FEES	27
PROFESSIONAL FEES	14
TOTAL TO SCHEDULE K-1, LINE 3B	41

NC SCH K-1 DEDUCTIONS FOR BONUS DEPRECIATION

DESCRIPTION	AMOUNT
ADJMT FOR 1ST-YEAR DEPRECIATION ADDED BACK IN 2012	62.
TOTAL TO SCHEDULE K-1, LINE 3A	62.

PARTNER NUMBER 4

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