Rhode Island Business Corporation Tax Return

TO BE FILED BY Subchapter S or Limited Liability Companies for calendar year 2010
or fiscal year beginning _______ - ending _______
Due on or before the 15th day of the 3rd month after close of the taxable year

<table>
<thead>
<tr>
<th>Initial Return</th>
<th>Final Return</th>
<th>Short Year</th>
<th>Q-sub Included</th>
<th>Address Change</th>
<th>&quot;S&quot; LLC</th>
</tr>
</thead>
</table>

NAME

ADDRESS

CITY STATE ZIP CODE

FEDERAL IDENTIFICATION NUMBER TELEPHONE NUMBER

A. Gross Receipts  B. Depreciable Assets  C. Total Assets  D. RI Secretary of State Identification Number

ATTACH A COMPLETE COPY OF ALL PAGES AND SCHEDULES OF THE FEDERAL RETURN, INCLUDING ALL K-1s. IF APPLICABLE, ALSO ATTACH A COPY OF THE RI-1096PT FOR PASS-THROUGH WITHHOLDING.

Schedule A - Computation of Tax

| 1. Federal Taxable Income (Federal Form 1120S, line 21 or Federal Form 1065, line 22, plus any separately stated income or deduction items listed on schedule K) | ...
| 3. Total Deductions from page 2, Schedule B, line 2D | ...
| 5. Total Additions from page 2, Schedule C, line 4E | ...
| 6. Adjusted taxable income - Line 1 less line 3 plus line 5 | ...
| 7. Rhode Island Apportionment Ratio - from Schedule J, line 5 | ...
| 8. Apportioned Rhode Island taxable income - Multiply line 6 by line 7 | ...
| 9a. Rhode Island Business Corporation Tax from Schedule H, line 7 | ...
| 9b. Jobs Growth Tax | ...
| 10a. Payments made on 2010 declaration of estimated tax | ...
| 10b. Other payments | ...
| 11. TOTAL PAYMENTS - add lines 10a and 10b | ...
| 12. Net tax due - Line 9 less line 11 | ...
| 13. (a) Interest | ...
| 14. Total due with return - Add lines 12 and 13. (Please use RI-1120V Form) | ...
| 15. Overpayment - Line 11 less line 9 | ...
| 16. Amount of overpayment to be credited to 2011 estimated tax | ...
| 17. Amount to be refunded - line 15 less line 16 | ...

Under penalties of perjury, I declare that I have examined this return, including the accompanying schedules and statements, and to the best of my knowledge it is true, correct and complete. Declaration of preparer (other than taxpayer) is based on all information of which he has any knowledge.

Date

Signature of authorized officer

Title

Date

Signature of preparer

Address of preparer

MAY THE DIVISION CONTACT YOUR PREPARER ABOUT THIS RETURN? YES [ ] NO [ ]

Phone number

MAILING ADDRESS: OVERPAYMENTS/REFUNDS - RI DIVISION OF TAXATION, ONE CAPITOL HILL, PROVIDENCE, RI 02908-5811
PAYMENTS - RI DIVISION OF TAXATION, ONE CAPITOL HILL, PROVIDENCE, RI 02908-5814
**Schedule B - Deductions to Federal Taxable Income**

<table>
<thead>
<tr>
<th>Deduction</th>
<th>Amount</th>
</tr>
</thead>
<tbody>
<tr>
<td>Exempt interest</td>
<td></td>
</tr>
<tr>
<td>Bonus Depreciation and Section 179 expense adjustment</td>
<td></td>
</tr>
<tr>
<td>Discharge of business indebtedness claimed as income on Federal return and previously included as RI income under American Recovery and Reinvestment Act of 2009 under RIGL 44-66-1</td>
<td></td>
</tr>
<tr>
<td><strong>TOTAL DEDUCTIONS</strong> - Add lines 2A, 2B and 2C - Enter here and on page 1, Line 3</td>
<td>2D.</td>
</tr>
</tbody>
</table>

**NOTE:** You must attach documents supporting your deductions. Otherwise, the processing of your return may be delayed.

**Schedule C - Additions to Federal Taxable Income**

<table>
<thead>
<tr>
<th>Addition</th>
<th>Amount</th>
</tr>
</thead>
<tbody>
<tr>
<td>Interest (see instructions)</td>
<td></td>
</tr>
<tr>
<td>Bonus Depreciation and Section 179 expense adjustment</td>
<td></td>
</tr>
<tr>
<td>Intangible Addback</td>
<td></td>
</tr>
<tr>
<td>Income from the discharge of business indebtedness deferred under American Recovery and Reinvestment Act of 2009 under RIGL 44-66-1</td>
<td></td>
</tr>
<tr>
<td><strong>TOTAL ADDITIONS</strong> - Add lines 4A, 4B, 4C and 4D - Enter here and on page 1, Line 5</td>
<td>4E.</td>
</tr>
</tbody>
</table>

**NOTE:** You must attach documents supporting any additions. Otherwise, the processing of your return may be delayed.

**Schedule D - Rhode Island Credits**

<table>
<thead>
<tr>
<th>Credit</th>
<th>Amount</th>
</tr>
</thead>
<tbody>
<tr>
<td>RI-3468 - Investment Tax Credit - RIGL §44-31</td>
<td></td>
</tr>
<tr>
<td>RI-ZN02 - Enterprise Zone Wage Credit - RIGL §42-64.3-6</td>
<td></td>
</tr>
<tr>
<td>RI-769P - Research and Development Facilities Property Credit - RIGL §44-32-2</td>
<td></td>
</tr>
<tr>
<td>RI-769E - Research and Development Facilities Expense Credit - RIGL §44-32-3</td>
<td></td>
</tr>
<tr>
<td>RI-2441 - Adult and Child Day Care Assistance and Development Tax Credit - RIGL §44-47</td>
<td></td>
</tr>
<tr>
<td>RI-8201 - Motion Picture Production Company Tax Credit - RIGL §44-31.2</td>
<td></td>
</tr>
<tr>
<td>RI-2949 - Jobs Training Tax Credit - RIGL §42-64.6</td>
<td></td>
</tr>
<tr>
<td>RI-6324 - Adult Education Tax Credit - RIGL §44-46</td>
<td></td>
</tr>
<tr>
<td>RI-2276 - Tax Credit for Contributions to Qualified Scholarship Organization - RIGL §44-62</td>
<td></td>
</tr>
<tr>
<td>RI-286B - Historic Preservation Investment Tax Credit - RIGL §44-33.2</td>
<td></td>
</tr>
<tr>
<td>RI-3675 - Employment Tax Credit - RIGL §44-39.1</td>
<td></td>
</tr>
<tr>
<td>RI-4482 - Incentives for Innovation and Growth - RIGL §44-63</td>
<td></td>
</tr>
<tr>
<td>Other Credits</td>
<td></td>
</tr>
<tr>
<td><strong>TOTAL RHODE ISLAND CREDITS</strong> - Add lines A through M - Enter total of credits here</td>
<td>N.</td>
</tr>
</tbody>
</table>

**NOTE:** You must attach documents supporting your Rhode Island credits. Otherwise, the processing of your return may be delayed.

**Schedule E - Other Deductions to Federal Taxable Income**

Schedule F - Final Determination of Net Income by Federal Government

Has the Federal Government changed your taxable income for any prior year which has not yet been reported to The Tax Administrator? [ ] Yes [ ] No

If yes, complete Form RI-1120X immediately and submit to the Tax Administrator with any remittance that may be due.

NOTE: Changes made by the Federal Government in the income of any prior year must be reported to the Tax Administrator within 60 days after a final determination.

Schedule G - General Information

Location of principal place of business in Rhode Island
Location of corporation's books and records
List states to which you are liable for income or excise taxes for the taxable year
US Business Code Number _____________________________ President _____________________________
State and date of incorporation _____________________________ Treasurer _____________________________

Schedule H - Franchise Tax Calculation

1. Number of Shares of Authorized Stock
2. Par Value per Share of Stock (No par value = $100)
3. Authorized Capital - Multiply Line 1 times Line 2
4. Divide Line 3 by $10,000.00
5. Multiply Line 4 times $2.50
6. Apportionment Ratio from Schedule J, Line 5
7. Franchise Tax - Multiply Line 5 times Line 6, but not less than $500.00

(US Form 1120S, Line 21 or US Form 1065, Line 22, plus any separately stated income or deduction items listed on schedule K)

Enter amount for year that ended

Schedule I - Federal Taxable Income


Schedule J - Apportionment

Average net

book value

1. a. Inventory ................................................................. 1a. 
   b. Depreciable assets ............................................... 1b. 
   c. Land ........................................................................ 1c. 
   d. Rent (8 times annual net rental rate) ....................... 1d. 
   e. Total ........................................................................ 1e. 
   f. Ratio in Rhode Island, line 1e, column A divided by line 1e, column B .......................................................... 1f. 

Receipts

2. a. Gross receipts - Rhode Island Sales ............ 2a. 
   b. Dividends ............................................................. 2b. 
   c. Interest .................................................................. 2c. 
   d. Rents ...................................................................... 2d. 
   e. Royalties ............................................................... 2e. 
   f. Net capital gains .................................................. 2f. 
   g. Ordinary income ................................................ 2g. 
   h. Other income ...................................................... 2h. 
   i. Income exempt from federal taxation .............. 2i. 
   j. Total ....................................................................... 2j. 
   k. Ratio in Rhode Island, Line 2j, column A divided by line 2j, column B ......................................................... 2k. 

Salaries

3. a. Salaries and wages paid or incurred - (see instructions) ........ 3a. 
   b. Ratio in Rhode Island, line 3a, column A divided by line 3a, column B ........................................................... 3b. 

Ratio

4. Total of Rhode Island Ratios shown on lines 1f, 2k and 3b ........................................................................ 4. 
   5. Apportionment Ratio - line 4 divided by 3 or by the number of ratios used - enter here and on page 1, schedule A, line 7 ....... 5. 

THIS RETURN WILL NOT BE COMPLETE UNLESS ALL REQUIRED SCHEDULES FROM FEDERAL 1120 OR APPLICABLE US FORM ARE ATTACHED