Index

A

ABANDONMENT OF SECURITY

IRS audit program: compliance, reporting, and penalty provisions, **17:123**

ABA PASSIVE LOSS COMMENTS

Passive activity losses and credits generally, **6:140 to 6:146**

for detailed treatment see index heading PASSIVE
ACTIVITY LOSSES AND CREDITS

ABA STANDARDS OF PRACTICE

Ethical standards. See index heading ETHICAL STANDARDS

ABSENCE OR PRESENCE

Unrelated business taxable income (UBTI), 13:14

ABUSIVE TAX SHELTERS

See index heading TAX SHELTERS

ACCELERATED COST RECOVERY SYSTEM

Depreciation and tax credits generally, 7:3 to 7:9

for detailed treatment see index heading DEPRECIATION AND TAX CREDITS

ACCOUNTING METHODS

Generally, 11:1 to 11:89

Accounting treatment, 11:85

Accrual accounting, 11:8, 11:9

Act of 1984, generally, 11:2 to 11:7

Act of 1986, generally, 11:8, 11:9

Advance payment for construction services, 11:48

Affirmative use of stepped rents, 11:77

Amended returns, 11:34

Amortization, 11:70, 11:74

Back-up section 444 election, 11:17

Brain damage, 11:64, 11:83

Built-in income and loss, 11:51

Business and tax considerations in lease inducements, 11:59 to 11:87

Business purpose exception, 11:14

Cancellation of debt (COD) income, 11:37 to 11:43

Cash/work letter incentives, 11:67

Conclusion, 11:86

Contributed contracts, basis in, 11:51

Current income recognition by tenant, 11:78

Debt substitutions, 11:41, 11:42

ACCOUNTING METHODS—Cont'd

Deductions, economic value of lease incentives, 11:63

Deferred payments for use of property or services, generally, 11:52 to 11:87

De minimis ownership, tiered structures ineligible for section 444 election, 11:22

Depreciable property, 11:71, 11:75

Development of methods, 11:1 to 11:9

Distribution of contract by partnership, 11:51

Economic value of lease incentives, 11:60 to 11:64

Escrow accounts, taxation of, 11:88, 11:89

Estimated taxes, 11:36

Exceptions to amortization of landlord's up-front expenditures, **11:71**, **11:72**

Exemptions, percentage of completion accounting for long term construction contracts,

Exhibit - practitioners' quick reference guide, 11:87

Existing entities, section 444 election, **11:15** Farms, **11:7**

Filing requirements, 11:31, 11:33

Final economic performance regulations, 11:3

Flow chart, **11:58**

Form 8716, 11:30

Form 8752, 11:32

Four year spread rule, section 444 election, 11:26, 11:27

Home Affordable Modification program (HAMP), **11:40**

Income recognition, economic value of lease incentives, 11:62

Inventory accounting, 3:26

Landlord's up-front expenditures, 11:70 to 11:73

Leases and leasing, generally, 11:52 to 11:87

Lessee expenditures, generally, 11:74 to 11:76

Limitations on miscellaneous itemized deductions, 11:10

Long term construction contracts, 11:44 to 11:51

Long-term lease provisions, 11:55

Look back method, 11:51

Loss of rental deduction, **11:79**

Loss recognition, economic value of lease incentives, 11:63

Mid-contract change in taxpayer, 11:49

Mortgage forgiveness, 11:42

Newly-formed entities, section 444 election, 11:16

ACCOUNTING METHODS—Cont'd

Nonrecourse leases, 11:66

Non uniform payment plans for rents, 11:65

Other tax considerations, 11:84

Ownership of partnership by tenant, benefits of, 11:82

Partnerships, taxable year rules, generally, 11:11 to 11:36

Passive loss recharacterization rules, 11:81

Percentage of completion accounting for long term construction contracts, 11:44 to 11:51

Personal service corporations, taxable year rules, generally, 11:11 to 11:36

Practitioners' quick reference guide, 11:87

Premature accrual, 11:3

Prepayments of expenses, 11:4

Prior law, 11:1

Procedures, generally, 11:30 to 11:36

Quick reference guide, 11:87

Recapture provisions, 11:57

Related party transactions, 11:5

Rental agreement, 11:54

Rent holidays, 11:73

Rent payment alternatives, 11:65

Residential construction, percentage of completion accounting for long term construction contracts, 11:47

Retainages payable, 11:50

Same taxable year exception, tiered structures ineligible for section 444 election, **11:21**

S corporations, generally, 11:11 to 11:36

Section 444 election, generally, 11:15 to 11:29

Section 467, 11:54, 11:58

Special recapture provisions, 11:57

Special sale-leaseback, 11:55

Sublet by landlord, 11:72, 11:76

Substitutions of debt, **11:41, 11:42**

TAMRA

escrow accounts, 11:89

four year spread rule, 11:27

payments, 11:25

required accrual accounting under 1986 act, 11:9

required taxable year, 11:13

section 444 election, generally, 11:18

terminating the section 444 election, 11:29

tiered structures, 11:23

Taxable year rules, generally, 11:11 to 11:36

Tax and financial accounting objectives, economic value of lease incentives, **11:61 to 11:64**

Tax and financial accounting rules, generally, 11:69 to 11:85

Tax avoidance, 11:56

Taxpayer Relief Act of 1997, 23:1

ACCOUNTING METHODS—Cont'd

Tenant equity participations, **11:68, 11:78 to 11:83**

Terminating section 444 election, 11:28, 11:29

Tiered structures ineligible for section 444 election, 11:20 to 11:23

Transfer of partnership interest, 11:51

Types of lease incentives and concessions, 11:65 to 11:68

Unfunded deferred benefits, 11:6

Use of property or services, deferred payments for, generally, 11:52 to 11:87

Wineries, LIFO accounting, 3:27

ACCOUNTS AND ACCOUNTING

Final 1994 regulations, **9:42 to 9:48**

Interest deduction. See index heading INTEREST DEDUCTION

Methods. See index heading ACCOUNTING METHODS Partnership taxation, account reduction items,

4:339

Tax shelters, **17:70**

ACCOUNTS PAYABLE

Partnership taxation, 4:283

ACCRUAL ACCOUNTING

Accounting methods, 10:65, 11:8, 11:9

ACCRUAL BASIS

Interest deduction, 8:4 to 8:7

ACCRUAL OF INTEREST

Final 1994 regulations, 9:52

ACCRUED BUT UNPAID ITEMS

Partnership taxation, 4:221, 4:466

ACCRUED INTEREST

Allocation rules for, 8:56

ACCUMULATED ADJUSTMENTS ACCOUNT

S corporations, 3:59

ACCUMULATED EARNINGS TAX

Corporate tax rates, 1:30

Taxable corporations, 3:40

ACCUMULATED PRODUCTION EXPENDITURES

Uniform capitalization rules, 10:21

ACCURACY RELATED PENALTY

IRS audit program: compliance, reporting, and penalty provisions

generally, 17:2 to 17:29

for detailed treatment see index heading IRS
AUDIT PROGRAM: COMPLIANCE, REPORTING, AND
PENALTY PROVISIONS

Omnibus Budget Reconciliation Act of 1993, 22:45

ACQUISITION INDEBTEDNESS

Interest deduction, 8:32 to 8:36

Unrelated business taxable income (UBTI), 13:8 to 13:30

ADJUSTED BASIS

Low income housing credit, 7:89

ADJUSTED GROSS INCOME (AGI)

Passive activity losses and credits, 6:93

ADJUSTED RATE OF RETURN METHOD

Economics of real estate transactions, 1:8

ADJUSTMENTS

Alternative minimum tax. See index heading ALTERNATIVE MINIMUM TAX

Partnerships. See index heading Partnership Taxa-

ADVANCE PAYMENTS

Accounting methods, 11:48

ADVANCE RULING REQUIREMENTS

Partnership taxation

generally, 4:13 to 4:21

for detailed treatment see index heading PARTNERSHIP TAXATION

AFFILIATES

Passive activity losses and credits, **6:216**Unrelated business taxable income (UBTI), **13:11**

AGGREGATION

At risk rules, 5:15

Partnership taxation, 4:256, 4:286, 4:287

Passive activity losses and credits

generally, 6:226 to 6:237

for detailed treatment see index heading PASSIVE
ACTIVITY LOSSES AND CREDITS

AGRICULTURE

See index heading farms and farming

AIDING AND ABETTING

Tax shelters, 17:44

ALIENABILITY

Pooled investment vehicles, 13:44

ALLOCATIONS

Depreciation and tax credits, 7:35

Interest deduction. See index heading INTEREST DEDUCTION

IRS audit program: compliance, reporting, and penalty provisions

generally, 17:152 to 17:162

for detailed treatment see index heading IRS
AUDIT PROGRAM: COMPLIANCE, REPORTING, AND
PENALTY PROVISIONS

Low income housing credit, 7:107

Original issue discount, 9:8

ALLOCATIONS—Cont'd

Partnership taxation

generally, **4:310 to 4:442**

for detailed treatment see index heading PARTNERSHIP TAXATION

Sections 704 and 752, allocations under

generally, 21:31 to 21:54

for detailed treatment see index heading ALLOCATIONS UNDER SECTIONS 704 AND 752

ALLOCATIONS UNDER SECTIONS 704 AND 752

Generally, 21:31 to 21:54

Admission of new partner, generally, 21:45 to 21:53

Basis, 21:37, 21:41

Book-up of assets to avoid minimum gain chargeback, 21:48

Capital gain resettlement, 21:36

COD income, effect on, 21:42, 21:43

Converting lender to partner, 21:53

Deemed distribution rules, 21:49 to 21:52

Distribution of debt to partner, 21:54

Income and loss, generally, 21:31 to 21:37

Mandatory allocations, 21:34, 21:35

Minimum gain chargeback, generally, 21:33,

21:48 to 21:52 Nonrecourse liabilities, 21:32, 21:39

Partnership debt

generally, 21:38 to 21:41

restructuring, effect on, generally, 21:44 to 21:54

Recourse liabilities, 21:40

Shares of liabilities, increases and decreases in, 21:38

ALTERNATE ECONOMIC TEST

Partnerships. See index heading partnership taxation

ALTERNATIVE DEPRECIATION SYSTEM

Generally, **7:42 to 7:49**

ALTERNATIVE MINIMUM TAX

Generally, 12:1 to 12:45

Adjustments and preferences

corporate taxpayers, generally, **12:31 to 12:37** non corporate taxpayers, generally, **12:6 to 12:24**

Bad debts, 12:36

"Base erosion and anti-abuse" tax, 12:26

Basic structure, 12:4, 12:30

Book and tax differences, adjustments for, 12:32

Charitable contributions, 12:11

Circulation expenditures, 12:20

Corporate taxpayers, generally, 12:28 to 12:43

Credit, 12:25, 12:26

Current law, **12:34**

ALTERNATIVE MINIMUM TAX—Cont'd

Depreciation, 12:7

Description, generally, 12:7 to 12:24

Development costs, 12:12

Estimated taxes, 12:43

Exemption amount, 12:39

Exhibits

alternative minimum tax preference and adjustment items, 12:45

steps for determining whether taxpayer is subject to AMT, 12:44

Experimental expenditures, 12:20

Exploration costs, 12:12

Farm activity losses, 12:9

Foreign tax credit, 12:41

Home construction contracts, 12:37

Impact of post-1986 AMT, 12:27

Incentive stock options (ISOs), 12:21

Installment sales, 12:16

Intangible drilling costs (IDCs), 12:19

Interest, 12:10

Interest deduction, 8:65

Investment tax credit (ITC), 12:40

Itemized deductions, 12:17

Long-term contracts, 12:13

Merchant marine capital construction funds, 12:35

Minimum tax credit, 12:38

Mining costs, 12:12

Net operating loss (NOL), 12:14

Non corporate taxpayers, generally, 12:1 to 12:27

Omnibus Budget Reconciliation Act of 1993, **22:3**

Passive activity losses (PALs), 12:8

Passive activity losses and credits, 6:118

Percentage depletion, 12:18

Pollution control facilities, 12:15

Post-1982 and pre-1987 AMT, 12:2

Post-1986 AMT, generally, **12:3 to 12:27**

Preferences. Adjustments and preferences, above

Prior law, 12:1, 12:22, 12:33

Research expenditures, 12:20

Revenue Act of 1987, simplified reporting and compliance requirements for widely-held partnerships, 20:93

Section 291 adjustments, 12:42

Small business stock, gain on, 12:24

Small corporation exception, 12:5

Tax credits, 12:23, 12:40, 12:41

Tax exempt interest, 12:10

Taxpayer Relief Act of 1997, 23:2 to 23:4

AMENDMENTS

Accounting methods, 11:34

IRS audit program: compliance, reporting, and penalty provisions, 17:14

AMENDMENTS—Cont'd

Partnership taxation, 4:314, 4:409

Passive activity losses and credits

generally, 6:246 to 6:253

for detailed treatment see index heading Passive Activity Losses and Credits

SEC rules for rollup transactions, amendments to rollup rules, 2:104 to 2:112

Tax shelters, 17:42, 17:56 to 17:58

AMORTIZATION

Accounting methods, 11:70, 11:74

Omnibus Budget Reconciliation Act of 1993, 22:24

AMOUNT OR QUANTITY

Debt-for-debt exchanges, 21:76 to 21:79

Debt restructurings, workouts, and bankruptcies of partnerships, 21:143

IRS audit program: compliance, reporting, and penalty provisions, 17:27

ANIMALS

Uniform capitalization rules, 10:55

ANNUAL INCOME TESTS

Real estate investment trusts, 3:90 to 3:93

ANNUAL RETURN

Foreign investment in US real estate: withholding obligations, 16:9

ANTI ABUSE RULE

Final 1994 regulations, 9:41

ANTI CHURNING RULES

Depreciation and tax credits, 7:8, 7:51

ANTICIPATORY RELATIONSHIPS

Debt restructurings, workouts, and bankruptcies of partnerships, 21:132

ANTI DILUTION EXCEPTION

Debt-for-debt exchanges, 21:89

ANTI-FRAUD PENALTIES

Securities laws. See index heading securities LAWS AFFECTING REAL ESTATE SYNDICATIONS - OVERVIEW

ANTI-MORRIS TRUST REGULATIONS

Taxable corporations, 3:25

APPEALS MANUAL OF IRS

Tax shelters, **17:40**

APPORTIONMENT

Passive activity losses and credits, 6:57

APPRAISERS AND APPRAISALS

Securities laws affecting real estate syndications, SEC rules for rollup transactions, **2:98**, **2:112**

APPRAISERS AND APPRASALS

IRS audit program: compliance, reporting, and penalty provisions, 17:115

APPRECIATION EXPECTATIONS

Deductions, 10:89

ARBITRATION

Tax shelters, 17:30

ARCHITECTURAL SERVICES

Domestic production deduction, 3:15

A REORGANIZATIONS

Taxable corporations, 3:18

ARTICLES OF ORGANIZATION

Limited liability companies, 4:27

ASSESSMENTS

IRS audit program: compliance, reporting, and penalty provisions, **17:100**

ASSET SALES

Interest deduction, 8:62

ASSET TESTS

Real estate investment trusts, 3:94 to 3:96 Real estate mortgage investment conduits (REMICs), 19:7 to 19:12

ASSOCIATION VERSUS PARTNERSHIP

Partnership taxation, 4:9 to 4:11

ASSUMPTIONS

Original issue discount, 9:17

AT RISK RULES

Generally, 5:1 to 5:19

Activities of qualified nonrecourse financing exception, generally, **5:14**, **5:15**

Act of 1986, generally, 5:4

Aggregation, 5:15

Convertible debt, 5:12

Debt restructurings, workouts, and bankruptcies of partnerships

generally, 21:142 to 21:147

for detailed treatment see index heading DEBT RESTRUCTURINGS, WORKOUTS AND BANKRUPT-CIES OF PARTNERSHIPS

Definition of qualified nonrecourse financing exception, generally, 5:6 to 5:13

Effective dates of Act of 1986, 5:5

Government financing, 5:11

Holding real property, 5:7, 5:14

Investment tax credit at risk rules, 5:2

Lending money, business of, 5:8

Loss limitation rules, 5:1

Low income housing credit, 7:110

Partnerships, special rules for, 5:16, 5:17

Passive loss rules, coordination with, 5:18

AT RISK RULES-Cont'd

Pre 1986 Act exception, 5:3

Qualified nonrecourse financing exception, generally, **5:6 to 5:19**

Real estate, at risk rules applied to, generally, **5:3** to **5:19**

Related party financing, 5:9

Seller financing, **5:10**

Structuring considerations, 5:19

Taxpayer, borrowed by, 5:13

AUDITS

IRS audit program: compliance, reporting, and penalty provisions

generally, 17:1 to 17:190

for detailed treatment see index heading IRS
AUDIT PROGRAM: COMPLIANCE, REPORTING, AND
PENALTY PROVISIONS

Taxpayer Relief Act of 1997, 23:40

AVERAGING CONVENTIONS

Depreciation and tax credits, 7:28

AVOIDANCE OF PENALTIES

IRS audit. See index heading IRS AUDIT PROGRAM:
COMPLIANCE, REPORTING, AND PENALTY PROVISIONS

AVOIDED COST METHOD

Uniform capitalization rules, 10:18

В

BACK-UP SECTION 444 ELECTION

Accounting methods, 11:17

"BAD BOY" CLAUSES

Partnership taxation, 4:80

BAD DEBTS

Alternative minimum tax, 12:36

Debt restructurings, workouts, and bankruptcies of partnerships, 21:169

Deductions, 10:5

Taxpayer Relief Act of 1997, 23:28

BANKRUPTCY AND INSOLVENCY

Accounting period changes, 3:35

Cancellation of indebtedness. See index heading CANCELLATION OF DEBT (COD) INCOME

Cancellation of indebtedness income - section 108, 21:9 to 21:13

IRS audit program: compliance, reporting, and penalty provisions, **17:101 to 17:107**

Omnibus Budget Reconciliation Act of 1993, 22:37 to 22:41

Partnerships. See index heading debt restructurings, workouts, and bankruptcies of partnerships

Partnership taxation, 4:464

BANKRUPTCY TAX ACT

Debt-for-equity exchanges, 21:108 to 21:111

"BASE EROSION AND ANTI-ABUSE" TAX

Alternative minimum tax, 12:26

BASIS

Allocations under sections 704 and 752, **21:37**, **21:41**

Debt assumptions to increase basis, 17:74

Debt restructurings, workouts, and bankruptcies of partnerships, 21:170

Dispositions of property, 14:45, 14:53

Partnership taxation

generally, 4:52 to 4:164

for detailed treatment see index heading PARTNERSHIP TAXATION

Reorganizations, basis in distributed stock, **3:19** Taxpayer Relief Act of 1997, **23:20**

BELOW-MARKET INTEREST RATES

Generally, 9:23 to 9:33

Act of 1984, generally, 9:24 to 9:29

Compensated related loans, 9:26

Corporation-shareholder loans, 9:27

Effective date, 9:33

Exceptions, 9:31, 9:32

Gift loans, 9:25

Other loans, 9:29

Public purpose loans, 9:32

Tax avoidance loans, 9:28

Tax consequences, 9:30 to 9:33

BIDDERS

High yield discount obligations, 9:37

BIFURCATION/WRAPAROUND MORTGAGES

Partnership taxation, 4:86

BINDING CONTRACTS

Tax-exempt leasing, 15:46

BIOENERGY PROGRAM PAYMENTS (BEP)

Uniform capitalization rules, 10:51

BLUE SKY REGISTRATION REQUIREMENTS

Tax shelters, 17:60 to 17:64

BONUSES

Omnibus Budget Reconciliation Act of 1993, 22:22

BOOK AND TAX DIFFERENCES

Alternative minimum tax, 12:32

BOOK ITEM VS TAX ITEMS

Partnership taxation, 4:382

BOOK-TAX ALLOCATIONS

Partnership taxation, 4:365

BOOK-UP OF ASSETS

Allocations under sections 704 and 752, 21:48

BOOK VALUE CAPITAL

Partnership taxation, 4:325

BOOT

Dispositions of property, 14:22

BRAIN DAMAGE

Accounting methods, 11:64, 11:83

BRANCH PROFITS TAX

Foreign investment in US real estate: withholding obligations, 16:29 to 16:31

BROKER-DEALER PROBLEMS

Securities laws affecting real estate syndications - overview

generally, 2:57 to 2:75

for detailed treatment see index heading secu-RITIES LAWS AFFECTING REAL ESTATE SYNDICA-TIONS - OVERVIEW

BROTHER-SISTER PASSTHROUGH ENTITY LOANS

Passive activity losses and credits, 6:79

BUILT-IN GAIN OR LOSS

Anti abuse rules for loss recognition, **3:32** Partnership taxation, **4:238**, **11:51**

BURDEN OF PROOF

Income tax return preparers: penalties, 17:178, 17:185

IRS audit program: compliance, reporting, and penalty provisions, **17:114**

BUSINESS EXPENSE LIMITATIONS

Form of ownership, **3:120**

BUSINESS TAX CREDIT

Generally, 7:71

 \mathbf{C}

CALIFORNIA BLUE SKY REGISTRATION REQUIREMENTS

Tax shelters, 17:60 to 17:63

CALIFORNIA ROLLUP LEGISLATION

Securities laws affecting real estate syndications - overview

generally, 2:113 to 2:125

for detailed treatment see index heading secu-RITIES LAWS AFFECTING REAL ESTATE SYNDICA-TIONS - OVERVIEW

CAMPBELL DECISIONS

Partnership taxation, 4:189 to 4:194

CANCELLATION OF DEBT (COD) INCOME

Accounting methods, 11:37 to 11:43

CANCELLATION OF DEBT (COD) INCOME —Cont'd

IRS audit program: compliance, reporting, and penalty provisions, **17:132**, **17:133**

Partnership debt restructurings, workouts, and bankruptcies

generally, 21:4 to 21:30

bankruptcy exception to recognition of cancellation, generally, **21:6 to 21:8**

capital contribution exception, 21:26 to 21:29 COD income, 21:30

contingent liabilities, 21:11

corporations, capital contribution exception applied to, **21:26**

definitions, 21:10 to 21:12

exceptions to recognition of cancellation, generally, 21:5 to 21:30

guarantees and COD income, 21:30

insolvency exception to recognition of cancellation, generally, **21:9 to 21:13**

judicial and statutory framework, 21:4

judicial purchase money debt reduction exception, 21:18, 21:20

lost deduction exception, 21:24, 21:25

nonrecourse debt in excess of fair market value, 21:12

purchase money debt reduction exception, generally, 21:18 to 21:23

Section 108, generally, **21:4 to 21:30**

Section 108(d)(6) applying bankruptcy and insolvency exceptions, **21:14 to 21:17**

Revenue Act of 1987, 90 percent passive-type income test, **20:57**

CAPITAL ACCOUNTS

Partnerships. See index heading Partnership Taxa-

Tax-exempt leasing, 15:26

CAPITAL CONTRIBUTIONS

Cancellation of indebtedness income - section 108, 21:26 to 21:29

Partnership taxation, 4:69 to 4:71

CAPITAL GAINS

Allocations under sections 704 and 752, **21:36**Dispositions of property, **14:2**, **14:3**, **14:15**Economics of real estate transactions, **1:35** to **1:37**

Real estate investment trusts, **3:79**, **3:99**, **3:108** Taxpayer Relief Act of 1997, **23:5**, **23:43**

CAPITALIZATION

Deductions, 10:6
Interest deduction, 8:60, 8:67
Passive activity losses and credits, 6:80
Uniform capitalization rules
generally, 10:15 to 10:55

CAPITALIZATION—Cont'd

Uniform capitalization rules—Cont'd for detailed treatment see index heading UNIFORM CAPITALIZATION RULES

CARRY FORWARDS

Passive activity losses and credits, 6:44, 6:45

CARRYOVER OF DISALLOWED DEDUCTIONS

Passive activity losses and credits, 6:249

CASH BORROWINGS

Interest deduction, 8:54

CASH FLOW INVESTMENTS

Real estate mortgage investment conduits (REMICs), **19:10**

CASH METHOD

Interest deduction, 8:3

CASH/WORK LETTER INCENTIVES

Accounting methods, 11:67

CASUALTY LOSSES

Deductions, 10:78

Passive activity losses and credits, 6:255

CATCH-UP REDUCTION

Tax-exempt leasing, 15:29

CEILING RULE ISSUES

Partnership taxation, **4:236**, **4:260** to **4:262**, **4:274**

CENTRALIZED MANAGEMENT

Partnership taxation, 4:16

CERTIFICATES AND CERTIFICATION

Foreign investment in US real estate: withholding obligations, 16:24

Passive activity losses and credits, 6:109

CFCS

Omnibus Budget Reconciliation Act of 1993, 22:54

CHANGE OR MODIFICATION

Amendments. See index heading AMENDMENTS Cancellation of debt (COD) income, debt modification, 11:39

Debt restructurings, workouts, and bankruptcies of partnerships, **21:167**

Interest deduction, 8:63

Original issue discount. See index heading origi-NAL ISSUE DISCOUNT

Passive activity. See index heading passive activity losses and credits

Real estate mortgage investment conduits, modification of mortgages, **19:9**

Regulations. See index heading Final 1994 REGULATIONS

CHANGE OR MODIFICATION—Cont'd

Taxable corporations. See index heading TAXABLE CORPORATIONS

CHARACTERIZATION RULES

Passive activity losses and credits generally, **6:179 to 6:208**

for detailed treatment see index heading PASSIVE
ACTIVITY LOSSES AND CREDITS

CHARGEBACKS

Partnerships. See index heading partnership taxation

Unrelated business taxable income (UBTI), 13:18, 13:25

CHARITABLE CONTRIBUTIONS

Alternative minimum tax, 12:11

Deductions, 10:64

Omnibus Budget Reconciliation Act of 1993, 22:16 to 22:19

CIRCULATION EXPENDITURES

Alternative minimum tax, 12:20

CIVIL PENALTIES

Securities laws. See index heading securities LAWS AFFECTING REAL ESTATE SYNDICATIONS - OVERVIEW

CLASSES OF PROPERTY

Depreciation and tax credits, 7:17 to 7:26

CLEARING AGENCY

IRS audit program: compliance, reporting, and penalty provisions, 17:129

CLEAR REFLECTION OF INCOME

Interest deduction, 8:5

CLOSELY HELD C CORPORATIONS

Passive activity. See index heading passive activity losses and credits

CLOSELY-HELD PARTNERSHIPS

Partnership taxation, 4:8

CLUB DUES DEDUCTION

Omnibus Budget Reconciliation Act of 1993, 22:12

COD INCOME

Allocations under sections 704 and 752, **21:42**, **21:43**

Cancellation of indebtedness income - section 108, **21:30**

COLLATERAL

Debt-for-debt exchanges, 21:62, 21:83

COMMON LAW EXCEPTION

Debt-for-equity exchanges, 21:105, 21:106

COMMON TRUST FUNDS

Pooled investment vehicles, 13:35

COMMUNITY PROPERTY

IRS audit program: compliance, reporting, and penalty provisions, 17:110

COMMUNITY RENEWAL CREDITS

Depreciation and tax credits, 7:123

COMPARISONS

Depreciation. See index heading depreciation and tax credits

Securities laws affecting real estate syndications, SEC rules for rollup transactions, **2:93**

COMPENSATED RELATED LOANS

Below-market interest rates, 9:26

COMPENSATING SERVICE PARTNERS

Partnership taxation

generally, 4:181 to 4:194

for detailed treatment see index heading PARTNERSHIP TAXATION

COMPENSATION

Partnership taxation, 4:182

COMPLIANCE

IRS audit program: compliance, reporting, and penalty provisions

generally, 17:1 to 17:190

for detailed treatment see index heading IRS
AUDIT PROGRAM: COMPLIANCE, REPORTING, AND
PENALTY PROVISIONS

Low income housing credit, 7:102

COMPONENTS

Depreciation. See index heading depreciation and tax credits

COMPROMISE

See index heading settlement and compromise

COMPUTATION OF CREDIT

Low income housing credit, 7:82, 7:83, 7:108

CONDEMNATION

Installment payment interest, 14:49

CONDISCO CASE

Securities laws affecting real estate syndications - overview, 2:22

CONDOMINIUM HOTELS

Passive activity losses and credits, 6:133

CONFIDENTIALITY

Client identity, 17:35

CONFLICTS OF INTEREST

Rollup legislation, 2:96

CONGRESSIONAL REACTION

Partnership taxation, 4:62

CONSENT

Final 1994 regulations, 9:45, 9:46

CONSERVATION EASEMENT

Taxpayer Relief Act of 1997, **23:6** Tax shelters, identifying, **17:73**

CONSERVATION EXPENDITURES

Deductions, 10:63

CONSISTENCY REQUIREMENT

Partnership taxation, 4:280

CONSOLIDATED GROUPS

Cross-chain sale of subsidiaries, **3:20**Passive activity losses and credits, **6:18**, **6:243**

CONSOLIDATED RETURNS

Passive activity losses and credits, 6:144

CONSTRUCTION COMPLETION GUARANTEES

Partnership taxation, 4:84

CONSTRUCTION LOAN GUARANTEE FEE

Deductions, 10:70

CONSTRUCTION PERIOD

Interest deduction, 8:11, 8:67 to 8:70

CONTESTED LIABILITY TRUSTS

Tax shelters, 17:72

CONTINGENT INDEMNIFICATION AGREEMENTS

Partnership taxation, 4:79

CONTINGENT LIABILITIES

Cancellation of indebtedness income - section 108, 21:11

CONTINGENT LOSS ALLOCATION

Unrelated business taxable income (UBTI), 13:17

CONTINGENT PAYMENTS

IRS audit program: compliance, reporting, and penalty provisions, 17:148
Original issue discount, 9:12 to 9:16

Original issue discount, 9:12 to 9:10

CONTINGENT PURCHASE PRICE

Partnership taxation, 4:159

CONTINUING CARE RETIREMENT HOMES

Deductions, 10:79

CONTINUITY OF LIFE CHARACTERISTIC

Partnership taxation, 4:15

CONTRACTS

Uniform capitalization rules, 10:23

CONTRIBUTIONS

Charitable. See index heading Charitable Contributions

Dispositions of property, 14:16

Partnership taxation, 4:47, 4:263 to 4:265, 4:423

Passive activity losses and credits, 6:157

Taxable corporations, 3:29

CONTROLLED ENTITIES

Tax-exempt leasing, **15:20 to 15:23**

CONTROLLED FOREIGN CORPORATIONS

Omnibus Budget Reconciliation Act of 1993, 22:50 to 22:56

CONTROLLED SUBSIDIARIES

Liquidations of, 3:20

CONVERSION OR EXCHANGE RIGHTS

Debt-for-debt exchanges, 21:87 to 21:89

CONVERSION TRANSACTIONS

Omnibus Budget Reconciliation Act of 1993, 22:5

CONVERTIBLE DEBT

At risk rules, 5:12

COOPERATIVE HOUSING CORPORATIONS

Generally, 3:41 to 3:46

Basis, increase in adjusted basis by nondeductible maintenance payments, **3:44**

Definition of tenant-shareholder, 3:41

Depreciation, 3:42

Proportionate share, 3:45

Real property taxes, 3:43

Section 277, 3:45

CORPORATE EQUITY REDUCTION TRANSACTIONS (CERTs)

Taxable corporations, 3:38

CORPORATE GENERAL PARTNERS

Partnership taxation, **4:12**

CORPORATE INVERSIONS

Taxable corporations, 3:39

CORPORATE TAX RATES

Economics of real estate transactions, **1:28 to 1:30**

CORPORATIONS

Alternative minimum tax

generally, 12:28 to 12:43

for detailed treatment see index heading ALTERNATIVE MINIMUM TAX

Cancellation of indebtedness income - section 108. 21:26

Cooperative housing corporations. See index heading COOPERATIVE HOUSING CORPORATIONS

CORPORATIONS—Cont'd

Foreign corporations. See index heading FOREIGN CORPORATIONS

Loss corporations, 3:31

Omnibus Budget Reconciliation Act of 1993, 22:19 to 22:28

Passive activity. See index heading Passive activ-ITY LOSSES AND CREDITS

Personal service corporations. See index heading Personal Service Corporations

S corporations

generally, **3:47 to 3:60**

for detailed treatment see index heading s CORPORATIONS

Small corporations. See index heading SMALL CORPORATIONS

Taxable corporations

generally, 3:3 to 3:46

for detailed treatment see index heading TAX-ABLE CORPORATIONS

CORPORATION-SHAREHOLDER LOANS

Below-market interest rates, 9:27

COST OF LIVING BRACKET INCREASES

Economics of real estate transactions, 1:27

COURT OF APPEAL

Partnership taxation, 4:192

COVENANTS NOT TO COMPETE

Deductions, 10:57

IRS audit program: compliance, reporting, and penalty provisions, **17:159**

CREDIT CARRYOVERS

Taxpayer Relief Act of 1997, 23:7

CREDIT ENHANCEMENT

Debt-for-debt exchanges, 21:82

CRIMINAL LAW

IRS audit program: compliance, reporting, and penalty provisions, **17:111**

Securities laws. See index heading securities
LAWS AFFECTING REAL ESTATE SYNDICATIONS OVERVIEW

CROP INSURANCE PROCEEDS

Uniform capitalization rules, 10:52

CROSS-BORDER TRANSACTIONS

Omnibus Budget Act. See index heading omnibus BUDGET RECONCILIATION ACT OF 1993

CROWD FUNDING

Securities laws affecting real estate syndications, intrastate offering exemption, 2:45

CUMULATIVE RETURN

Passive activity losses and credits, **6:136** Tax-exempt leasing, **15:35**, **15:37**

CUT-OFF DATES

Final 1994 regulations, 9:43

D

DEALERS AND DEALER PROPERTY

Dispositions of property, 14:4, 14:10

Partnership taxation, 4:269

Passive activity losses and credits, **6:25**, **6:181**, **6:251**

DEBT-FINANCED INCOME FROM REAL ESTATE

Omnibus Budget Reconciliation Act of 1993, 22:35

DEBT-FOR-DEBT EXCHANGES

Generally, 21:55 to 21:102

Amounts of payments, changes in, generally, 21:76 to 21:79

Anti dilution exception, 21:89

Collateral, 21:62, 21:83

Conversion or exchange rights, 21:87 to 21:89

Co-obligor, addition of, 21:81

Credit enhancement, 21:82

Deferral of payments, 21:76

Definitions, original issue discount rules, 21:95 to 21:99

Exercise of right, 21:68

Extension of final maturity, 21:77

Final regulations, 21:93

Inability to perform, 21:70

Interest rate, change in, 21:59

Material modification law, generally, 21:56 to 21:63

Maturity of debt, change in, 21:57

Multiple changes, 21:91, 21:92

Multiple terms of debt instrument, change in, 21:63

Nature of instrument, change in, 21:85 to 21:90

Nonrecourse debt, 21:99

Obligor or security, change in, **21:61, 21:80 to 21:84**

Original issue discount rules

generally, 21:94 to 21:102

definitions, 21:95 to 21:99

impact of, 21:101, 21:102

issue price defined, 21:97 to 21:99

mechanics of rule, 21:100

nonrecourse debt, 21:99

potentially abusive situations, 21:98

SRPM defined, 21:96

Original terms, alterations pursuant to, 21:67 to 21:70

Partial prepayments, 21:78

Potentially abusive situations, 21:98

Principal amount, change in, 21:60

DEBT-FOR-DEBT EXCHANGES—Cont'd	DEBT RESTRUCTURINGS, WORKOUTS,
Puts and calls, 21:79	AND BANKRUPTCIES OF
Recourse nature, change in, 21:90	PARTNERSHIPS
Significant modification rule, generally, 21:64 to	Generally, 21:1 to 21:171
21:93	Acquisition of debt from lender, generally,
Simultaneous changes, 21:91	21:125 to 21:137
SRPM defined, 21:96	Allocations under sections 704 and 752
Subordination, 21:84	generally, 21:31 to 21:54
Timing	for detailed treatment see index heading ALLOCATIONS UNDER SECTIONS 704 AND 752
changes in, generally, 21:76 to 21:79	Amount of risk, determination of, 21:143
debt service payments, change in timing, 21:58	Anticipatory relationships, 21:132
Types of payment, change in, 21:86	At risk rules
Typical restructuring, tax consequences of, 21:55	generally, 21:142 to 21:147
Variable rate instruments, 21:74	amount of risk, determination of, 21:143
Waiver, 21:69	disallowed loss, treatment of, 21:145
Yield, change in, 21:73 to 21:75	excluded amounts, 21:144
riord, change in, 21.70 to 21.70	real property activities, extension to, 21:147
DEBT-FOR-EQUITY EXCHANGES	recapture of prior losses, 21:146
Generally, 21:103 to 21:124	Bad debt deduction, 21:169
Bankruptcy Tax Act, generally, 21:108 to 21:111	Bankruptcy. Failure to restructure, below
Common law exception, 21:105, 21:106	Basis, reacquisition of real property by seller,
De minimis test, 21:109	21:170
Exceptions	Cancellation of indebtedness income
section 752 issues raised by partnership inter-	generally, 21:4 to 21:30
est-for-debt exception, generally, 21:118	for detailed treatment see index heading
to 21:124	CANCELLATION OF DEBT (COD) INCOME
stock-for-debt exception, analogy to, 21:105 to	Debt-for-debt exchanges generally, 21:55 to 21:102
21:114	for detailed treatment see index heading DEBT-
Legislative limitations, 21:114	FOR-DEBT EXCHANGES
Minimum gain chargeback, 21:124	Debt-for-equity exchanges
Nonrecourse debt, 21:124	generally, 21:103 to 21:124
Overview, 21:103	for detailed treatment see index heading DEBT-
Partnership equity-for-debt exchanges, analogy	FOR-EQUITY EXCHANGES
to, 21:115 to 21:117	Deemed new issuance, related party rule, 21:133
Proportionality test, 21:110	Disallowed loss, treatment of, 21:145
Revenue Reconciliation Act of 1990, 21:113	Doubtful interest deductions, accrual of, 21:138
Section 752 issues raised by partnership interest-	to 21:141
for-debt exception, generally, 21:118 to	Effective date, related party rule, 21:134
21:124	Exceptions, related party rule, 21:128 to 21:130
Stock-for-debt exception analogy to, 21:105 to	Excluded amounts, at risk rules, 21:144 Failure to restructure
21:114	
Tax reform Act of 1984, 21:112	generally, 21:148 to 21:160 bankruptcy, generally, 21:152 to 21:160
Theories, generally, 21:104 to 21:117	foreclosure, generally, 21:148 to 21:151
DEBT IN OUTSIDE BASIS	income cancellation by bankruptcy, 21:155
Partnership taxation	like-kind exchanges, foreclosure, 21:151
generally, 4:59 to 4:160	nonrecourse debt, foreclosure, 21:150
for detailed treatment see index heading	partner bankruptcy, generally, 21:156 to
PARTNERSHIP TAXATION	21:160
	recourse debt, foreclosure, 21:149
DEBT INSTRUMENT	separate taxable estate, bankruptcy, 21:153
Cancellation of debt (COD) income, reacquired	termination, partner bankruptcy, 21:160
debt instruments, 11:38	Finding list for post-1991 developments, 21:171
ERISA plan asset regulation, 13:62	Foreclosure, generally, 21:148 to 21:151

DEBT RESTRUCTURINGS, WORKOUTS,	DECEIT
AND BANKRUPTCIES OF	See index heading fraud and deceit
PARTNERSHIPS—Cont'd	DEDUCTION EQUIVALENCE
Holding period, reacquisition of real property by seller, 21:170	Passive activity losses and credits, 6:103
Improvements by purchaser, 21:166	DEDUCTIONS
Like-kind exchanges, foreclosure, 21:151	Generally, 10:1 to 10:100
Market discount rules, application of doubtful interest deductions to, 21:141	Accounting methods, 11:63 Another person's expenses, paying of, 10:4
Modification of indebtedness, 21:167	Appreciation expectations, 10:89
Nonrecourse debt, foreclosure, 21:150	Assets not acquired, deductible expenses for,
Non-tax considerations, 21:3	10:13
OID rules, application of doubtful interest deductions to, 21:140	Bad debts, 10:5 Capitalization of deduction, 10:6
Omnibus Budget Reconciliation Act of 1993, 22:37 to 22:41	Casualty losses, 10:78 Charitable donation of appreciated property,
Overview, 21:1 to 21:3	10:64
Reacquisition of real property by seller	Conservation expenditures, 10:63
generally, 21:161 to 21:170	Construction loan guarantee fee, 10:70
bad debt deduction, 21:169	Continuing care retirement homes, 10:79
basis, 21:170	Covenant not to compete, 10:57
gain upon reacquisition, 21:168	Environmental remediation, 10:77
holding period, 21:170	Exempt bond interest, 10:81
improvements by purchaser, 21:166	Expertise of taxpayer or adviser, 10:87
method, 21:165	Facts and circumstances test. Nonprofit activities, below
modification of indebtedness, 21:167	Fees and expenses, generally, 10:56 to 10:66
original sale, generally, 21:162 to 21:164	FHA fees, 10:74
Real property activities, extension of at risk rules	Financial status of taxpayer, 10:93
to, 21:147	Financing deductions, generally, 10:67 to 10:74
Recapture of prior losses, 21:146	Foster care, 10:80
Recourse debt, foreclosure, 21:149	Fraud, home repair fraud, 10:84
Related party rule	General rules, 10:2 to 10:82
generally, 21:127 to 21:135	Guarantee fees. Loan commitment-standby fees
anticipatory relationships, 21:132	and guarantee fees, below
deemed new issuance, 21:133	Home office expense, 10:62
direct vs indirect acquisitions, 21:131	Home repair fraud, 10:84
effective date, 21:134	Interest deduction
exceptions, 21:128 to 21:130	generally, 8:1 to 8:71
securities dealer exception, 21:130	for detailed treatment see index heading INTER-
short-term debt exception, 21:129 substance over form, 21:135	EST DEDUCTION
Securities dealer exception to related party rule,	Investment advisory fees, 10:56
21:130	Land leases and land rent, 10:61 Leasing fees, 10:58
Short-term debt exception to related party rule, 21:129	Loan commitment-standby fees and guarantee fees
Subsequent debt restructuring, tax consequences, 21:136, 21:137	generally, 10:68 to 10:74 commitment or standby fees, generally, 10:73
Termination, partner bankruptcy, 21:160	construction loan guarantee fee, 10:70
Typical scenarios requiring, 21:2	FHA fees, 10:74
DEBT SUBSTITUTIONS	negative cash flow, fee for guarantee against,
Accounting methods, 11:41, 11:42	10:72 overview, 10:68
DECEASED PARTNER	permanent loan guarantee fee, 10:71
Partnership taxation, 4:175, 4:176	Local payroll and sales taxes, 10:76

DEDUCTIONS—Cont'd	DEDUCTIONS—Cont'd
Low-income housing, special rules for, 10:96	Section 166, 10:99
Miscellaneous capitalized or amortized deduc-	Section 179 expense election, 10:82
tions, 10:14	Section 183, 10:83 to 10:94
Miscellaneous fees and expenses, 10:56 to 10:66	Section 212, 10:98
Natural disasters, 10:78	Section 280A, 10:100
Negative cash flow, fee for guarantee against,	Service providers, 10:65
10:72	Sham transactions, 10:97
New rental and marketing structure, development	Start-up expenses, 10:7 , 10:8
of, 10:59	Success in similar nonprofit activities, 10:90
Nonprofit activities	Syndication expenses, 10:9 to 10:12
generally, 10:83 to 10:100	Taxes, 10:75 , 10:76
appreciation expectations, 10:89 examples, 10:95	Tax-exempt leasing, 15:40
•	Theft loss, 10:84
expertise of taxpayer or adviser, 10:87 facts and circumstances test, generally, 10:85	Time and effort in nonprofit activities, 10:88
to 10:94	Uniform capitalization rules
financial status of taxpayer, 10:93	generally, 10:15 to 10:55
history of income or loss, 10:91	for detailed treatment see index heading
low-income housing, special rules for, 10:96	UNIFORM CAPITALIZATION RULES
method of operations, 10:86	DEEMED DISTRIBUTION RULES
occasional profits, 10:92	Allocations under sections 704 and 752, 21:49 to
overview, 10:83	21:52
part time rentals, 10:100	DEEMED NEW ISSUANCE
personal pleasure elements, 10:94	Debt restructurings, workouts, and bankruptcies
recreation elements, 10:94	of partnerships, 21:133
section 166, 10:99	DEEMED SALE RULE
section 183, 10:83 to 10:94	Passive activity losses and credits, 6:202
section 212, 10:98	r assive activity losses and credits, 0.202
section 280A, 10:100	DEFERRAL
sham transactions, 10:97	Debt-for-debt exchanges, 21:76
success in similar activities, 10:90	Partnerships. See index heading Partnership Taxa-
time and effort, 10:88	TION
Ordinary and necessary, 10:3	DEFERRED ASSET METHOD
Organization and syndication expenses, 10:9 to	Uniform capitalization rules, 10:41
10:12	DEFERRED LIKE-KIND EXCHANGES
Other real estate owned (OREO) property	Dispositions of property, 14:26 to 14:34
acquired by foreclosure, 10:25	1 1 1
Overview, 10:2 to 10:6	DEFERRED PAYMENTS
Part time rentals, 10:100	Accounting methods. See index heading ACCOUNT-
Payroll and sales taxes, 10:76	ING METHODS
Permanent loan guarantee fee, 10:71	DEFICIENCY DIVIDENDS
Personal pleasure elements, 10:94	Real estate investment trusts, 3:81, 3:102
Pre-opening expenses, 10:7, 10:8	DEFICIT ACCOUNT CAPITAL BALANCES
Real property taxes, 10:75	Unrelated business taxable income (UBTI), 13:24
Recreation elements, 10:94	
Removal costs, 10:66	DEFICIT CAPITAL ACCOUNT
Rent-up fee, 10:60	RESTORATION OBLIGATIONS
Repairs, 10:24, 10:84	Partnership taxation, 4:138, 4:147
Resale, property held for, 10:25	DEFICIT REPAYMENT OBLIGATIONS
Residential care facilities, 10:79 to 10:81	Partnership taxation, 4:332 to 4:334, 4:381 ,
Residential rental projects, 10:81	4:440
Restrictive covenant not to compete, 10:57	DEFICIT DECTADATION OF ICATIONS
Retirement homes, 10:79	DEFICIT RESTORATION OBLIGATIONS
Sales taxes, 10:76	Partnership taxation, 4:74, 4:427

DEPRECIATION AND TAX CREDITS **DEFINITIONS** —Cont'd A reorganization, 3:18 Accelerated cost recovery system At risk rules. See index heading AT RISK RULES generally, 7:3 to 7:9 Cancellation of indebtedness income - section anti churning rules, 7:8 108, **21:10 to 21:12** components and substantial improvements, 7:5 Combining entity, 3:18 effective dates of 1984 and 1985 Acts, 7:4 Combining unit, 3:18 foreign real property, 7:7 Debt-for-debt exchanges, 21:95 to 21:99 Dispositions of property, 14:52 partnerships, 7:6 E reorganization, 3:18 sale leasebacks, 7:9 ERISA plan asset regulation, 13:58 Accounting methods, 11:71, 11:75 Ethical standards, 18:14, 18:18, 18:23 Act of 1986, generally, 7:16 to 7:57 F reorganization, 3:18 Adjustment of class lives, 7:26 Allocation method, 7:35 High yield discount obligations, 9:35 Allowance for depreciation, short taxable year, Income tax return preparers: penalties, 17:165 to 17:168 7:34 to 7:36 IRS audit program: compliance, reporting, and Alternative depreciation system, generally, 7:42 to 7:49 penalty provisions, 17:4, 17:155, 17:156 Alternative minimum tax, 12:7 Leasing. See index heading TAX-EXEMPT LEASING Omnibus Budget Reconciliation Act of 1993, Anti churning rules, 7:8, 7:51 22:6, 22:26 Averaging conventions, generally, 7:28 Original issue discount, 9:4 to 9:9, 21:95 to Binding contracts, effective dates, 7:60 21:99 Business tax credit, 7:71 Partnership taxation, 4:66, 4:105, 4:400, 4:412 Classes of property, generally, 7:17 to 7:26 Passive activity. See index heading PASSIVE ACTIV-Community renewal credits, 7:123 ITY LOSSES AND CREDITS Comparisons Personal interest, 8:27 pre-1986 Act personal property ACRS, exhibit Price level adjusted mortgage (PLAM), 9:50 2, 7:69 Related party. 10:39 real property depreciation, exhibit 1, 7:68 REMICs. See index heading REAL ESTATE MORTGAGE Component method, 7:38 CONDUITS (REMICS) Components and substantial improvements, Securities laws. See index heading SECURITIES accelerated cost recovery system, 7:5 LAWS AFFECTING REAL ESTATE SYNDICATIONS -Computing earnings and profits, 7:48 OVERVIEW Cooperative housing corporations, 3:42 "Series" LLC organizations, 4:23 Depreciation recapture, 7:10 to 7:14, 7:52 Tax-exempt leasing, 15:2, 15:3, 15:18 to 15:23 Disposition convention, 7:30 Taxpayer Relief Act of 1997, 23:23 Dispositions of property, 14:38 Tax shelters, 17:53 Effective dates Tenant-stockholder of taxable corporation, 3:41 generally, 7:58 to 7:67 Uniform capitalization rules, 10:39 accelerated cost recovery system, 7:4 Unrelated business taxable income (UBTI), 13:2 short taxable year, 7:37 Elections, 7:47, 7:59 **DE MINIMIS RULE** Empowerment zone credits, 7:123 California rollup legislation, 2:123 Energy production credits, 7:72 Debt-for-equity exchanges, 21:109 Energy savings credits Partnerships. See index heading PARTNERSHIP TAXAgenerally, 7:73 residential properties, 7:74 Special rules for any change in accounting Equipped buildings, effective dates, 7:62 method for, 9:47 Tiered structures ineligible for section 444 elec-Exhibits, 7:68, 7:69 tion, 11:22 Expensing in lieu of ACRS, 7:41 Fifteen year class of property, 7:22 DEPARTMENT OF LABOR Five year class of property, 7:19 ERISA plan asset regulation, 13:56

Foreign real property, 7:7

Foreign use property, 7:43

General asset accounts, 7:53

DEPRECIATION AND TAX CREDITS

Generally, 7:1 to 7:129

DEPRECIATION AND TAX CREDITS —Cont'd

General transition rules, 7:60 to 7:67

Half year convention, 7:32

Imported property, 7:46

Improvements, 7:39, 7:40

Income reservation, 14:79

Inflation Reduction Act, 7:127

energy efficient purchases, 7:129

low income communities, 7:128

Infrastructure Investment and Jobs Act, 7:125

low income maintenance, 7:126

ITC, special rules applicable to, 7:66, 7:67

Leasehold improvements, 7:40

Low income housing credit

generally, 7:80 to 7:122

for detailed treatment see index heading LOW INCOME HOUSING CREDIT

Luxury cars, 7:50

Mid-quarter convention, 7:33

Miscellaneous special rules, 7:50 to 7:57

Modified ACRS, election to use, 7:59

Natural resource property, depreciation recapture, 7:14

New markets tax credit, 7:124

Nonresidential real property, depreciation recapture, **7:13**

Omnibus Budget Reconciliation Act of 1993, 22:32

Partnerships, accelerated cost recovery system, **7:6**

Personal property, 7:15

Placed-in-service rules, 7:30, 7:64

Plant facilities, effective dates, 7:63

Pre-1986 Act methods of depreciation, generally, 7:2 to 7:15

Prescribed depreciation methods, 7:27

Recovery year vs taxable year, 7:31

Rehabilitation tax credit

generally, 7:75 to 7:79

for detailed treatment see index heading REHA-BILITATION TAX CREDIT

Residential real property, depreciation recapture, 7:12

Restaurants, 7:57

Retail outlets, 7:57

Sale leasebacks, 7:9, 7:65

Salvage value, 7:38

S corporations, depreciation recapture, 7:14

Self-constructed property, effective dates, 7:61

Seven year class of property, 7:20

Short taxable years, generally, 7:29 to 7:37

Simplified method, 7:36

Tax exempt bond financed property, 7:45

Tax exempt entity leasing, 7:70

Tax-exempt leasing, 15:13, 15:14

DEPRECIATION AND TAX CREDITS

-Cont'd

Tax exempt use property, 7:44

Tax free exchanges, 7:56

Taxpayer Relief Act of 1997, 23:2

Ten year class of property, 7:21

Thirty-one and one-half year class of property, 7:25

Three year class of property, 7:18

Time. Effective dates, above

Twenty-seven and one-half year class of property,

Twenty year class of property, 7:23

Useful life, 7:54, 7:55

DEPRECIATION METHOD

Tax shelters, 17:55

DEPRECIATION RECAPTURE

Depreciation and tax credits, 7:10 to 7:14, 7:52 Partnership taxation, 4:442

DEREGISTRATION

Tax shelters, 17:58

DEVELOPMENT BASIS

Low income housing credit, 7:95

DEVELOPMENT COSTS

Alternative minimum tax, 12:12

DIGITAL TRANSACTION

Reports and reporting, 1:40

DIPLOMAT LETTER

Securities laws affecting real estate syndications - overview, 2:42

DISASTER AREAS

Government disaster relief, generally, **14:50** Taxpayer Relief Act of 1997, **23:8**

DISCHARGE OF INDEBTEDNESS

Partnership taxation, 4:463 to 4:466

DISCHARGE OF TAX LIABILITY

IRS audit program: compliance, reporting, and penalty provisions, 17:103

DISCIPLINARY STANDARDS

Ethical standards, 18:25

DISCLOSURE

Omnibus Budget Reconciliation Act of 1993, 22:17, 22:18

Partnership taxation, 4:214, 4:229

Preparers' penalties. See index heading INCOME TAX RETURN PREPARERS: PENALTIES

Securities laws affecting real estate syndications - overview, 2:26, 2:91 to 2:102, 2:112

Tax shelters, 17:46, 17:69

DISGUISED SALES

Partnership taxation

generally, 4:195 to 4:231

for detailed treatment see index heading PARTNERSHIP TAXATION

DISMISSAL OF INVESTMENT ADVISOR

Pooled investment vehicles, 13:43

DISPOSITION CONVENTION

Depreciation and tax credits, 7:30

DISPOSITIONS OF PROPERTY

Generally. 14:1 to 14:60

Basis, 14:45, 14:53

Boot, 14:22

Capital gain provisions, 14:2, 14:3, 14:15

Computation of gain, 14:5, 14:59

Constructive receipt of money or property, **14:30** to **14:33**

Contributed property, 14:16

Dealers, 14:4, 14:10

Deferred like-kind exchanges, 14:26 to 14:34

Definitions, low-income housing projects, 14:52

Depreciable tangible property, exchanges of, 14:38

Disallowance of loss, partners and partnerships, 14:18

Early resale of principal residence, 14:57

Effective dates

identification and receipt, 14:34

installment sale provisions, **14:14**

multiple property exchanges, 14:46

Eminent domain/condemnation awards installment payment interest, **14:49**

Employer facilitated relocation sales, 14:58

Escrow accounts, 14:32

"Forced" resale of principal residence, 14:57

Foreclosure, 14:6

Frequency of sale of principal residence, **14:56**, **14:57**

Government disaster relief. 14:50

Held for investment requirement, 14:35

Identification and receipt, 14:27 to 14:34

Installment sale provisions, generally, **14:8 to 14:15**

Involuntary conversions, 14:47 to 14:50

Liabilities, 14:36

Like-kind property, exchange of, generally, 14:21 to 14:46

Low-income housing projects, **14:51 to 14:53**

Multiple properties, exchanges of, 14:40 to 14:45

Non dealer transactions, 14:11

Non-US property, 14:24

Ordinary income treatment, 14:19

Partners and partnerships, 14:17 to 14:20

DISPOSITIONS OF PROPERTY—Cont'd

Passive activity. See index heading Passive activ-ITY LOSSES AND CREDITS

Personal property exchanges, 14:37 to 14:46

Principal residence, 14:25, 14:54 to 14:57, 14:60

Reacquisition of realty by seller, computation of gain, 14:59

Receipt and identification, 14:27 to 14:34

Related party exchanges, 14:23

Relocation assistance payments, 14:48

Reporting rules, 14:60

Section 1031, 14:21

Section 1239, 14:20

Security or guaranty arrangements, 14:31

Services, property acquired for, 14:7

Tax benefit rule, 14:6

Use requirements, sale of principal residence, 14:55

Water rights, capital gain provisions, 14:3

DISPROPORTIONATE ALLOCATION RULES

Unrelated business taxable income (UBTI), 13:16

DISSENTER'S RIGHTS

Securities laws affecting real estate syndications - overview, 2:86, 2:118

DISSOLUTION

Limited liability companies, 4:32

DISTORTIONS

Partnership taxation, 4:261, 4:289

DISTRESSED ASSET-DEBT TRANSACTIONS

Tax shelters, 17:75

DISTRIBUTION GUARANTY

Passive activity losses and credits, 6:139

DISTRIBUTIONS

Allocations under sections 704 and 752, 21:54

Partnerships. See index heading partnership taxation

REITs. See index heading REAL ESTATE INVESTMENT

S corporations, liquidation distribution, 3:61

DISTRIBUTIVE SHARE OF INCOME AND LOSS

Partnership taxation, 4:44

DIVIDEND EXCLUSION

Unrelated business taxable income (UBTI), 13:3

DIVIDENDS

Economics of real estate transactions, 1:38
Jobs and Growth Tax Relief Reconciliation Act,
1:38, 3:84

DIVORCE

Interest deduction, 8:36

DIVORCE-Cont'd

Non liquidating distribution, **3:33**Revenue Act of 1987, debt incurred incident to divorce, **20:73**

DOMESTIC PRODUCTION DEDUCTION

Taxable corporations, 3:12 to 3:16

DOUBTFUL INTEREST DEDUCTIONS

Debt restructurings, workouts, and bankruptcies of partnerships, 21:138 to 21:141

DUE DILIGENCE

Ethical standards, **18:12**, **18:13** Income tax return preparers: penalties, **17:174**

 \mathbf{F}

EARLY RESALE OF PRINCIPAL RESIDENCE

Dispositions of property, 14:57

EASEMENTS

Conservation easement. See index heading con-SERVATION EASEMENT

ECONOMIC EFFECT EQUIVALENCE

Partnership taxation, 4:337

ECONOMIC RISK OF LOSS

Partnership taxation, 4:68 to 4:74, 4:399

ECONOMICS OF REAL ESTATE TRANSACTIONS

Generally, 1:1 to 1:40

Adjusted rate of return method, 1:8

Capital gains, 1:35 to 1:37

Comparison of pre and post-1986 Act leveraging, 1:14

Compilations versus examinations of projections and financial forecasts, 1:18

Corporate tax rates, 1:28 to 1:30

Cost of living bracket increases, 1:27

Dividends, 1:38

Estates and trusts tax rates, 1:31 to 1:34

Financial forecasts, 1:15 to 1:20

General versus limited use of projections and financial forecasts, 1:17

Impact of guide for forecasts, 1:20

Individual tax rates, 1:22 to 1:27

Internal rate of return method, 1:9

Leverage, 1:12 to 1:14

Maximum credit benefit, 1:39

New projection and forecasting standards adopted, 1:15

Overview

1986 Act changes, 1:4

rate changes, 1:21

Pass-through entities, 1:37

Post-1986 Act return examples, 1:11

Pre-1986 Act considerations, 1:5

ECONOMICS OF REAL ESTATE TRANSACTIONS—Cont'd

Pre-1986 Act return examples, 1:6 to 1:10

Presentation requirements for financial forecasts, 1:19

Projections and financial forecasts, 1:15 to 1:20

Rate of return example 1, 1:10

Rates of tax. Tax rates, below

Reporting requirements, 1:40

Return on realty investments

generally, 1:2 to 1:14

comparison of pre and post-1986 Act leveraging, 1:14

leverage, 1:12 to 1:14

traditional methods of calculating return,

Scope of projections and financial forecasts, **1:16** Tax rates

generally, 1:21 to 1:38

capital gains, 1:35 to 1:37

corporate tax rates, 1:28 to 1:30

cost of living bracket increases, 1:27

estates and trusts tax rates, 1:31 to 1:34

individual tax rates, 1:22 to 1:27

maximum credit benefit, 1:39

overview of rate changes, 1:21 pass-through entities, 1:37

trusts and estates tax rates, 1:31 to 1:34

Time value of money, 1:7

Traditional methods of calculating return

generally, 1:3 to 1:11

adjusted rate of return method, 1:8

internal rate of return method, 1:9

overview of 1986 Act changes, 1:4

post-1986 Act return examples, 1:11

pre-1986 Act considerations, 1:5

pre-1986 Act return examples, 1:6 to 1:10

rate or return example 1, 1:10

time value of money, 1:7

Trusts and estates tax rates, 1:31 to 1:34

EFFECTIVE DATES

At risk rules, 5:5

Debt restructurings, workouts, and bankruptcies of partnerships, **21:134**

Dispositions. See index heading dispositions of PROPERTY

High yield discount obligations, 9:39

Interest deduction, 8:37 to 8:40

Leasing. See index heading TAX-EXEMPT LEASING Limited Partnership Rollup Reform Act of 1993, 2:87

Omnibus Budget Reconciliation Act of 1993, **22:56**

Partnerships. See index heading partnership taxation

EFFECTIVE DATES—Cont'd

Passive activity. See index heading Passive activ-ITY LOSSES AND CREDITS

Real estate mortgage investment conduits (REMICs), 19:34

Rehabilitation tax credit, 7:79

Tax-exempt leasing. See index heading TAX-EXEMPT LEASING

Uniform capitalization rules, 10:47

Unrelated business taxable income (UBTI), 13:28

ELECTIONS

Depreciation and tax credits, 7:47, 7:59

Interest deduction, 8:24

Low income housing credit, **7:99**

Partnerships. See index heading Partnership Taxa-

Passive activity losses and credits, **6:22**, **6:82**, **6:239** to **6:241**

Purchase options. See index heading options to Purchase

Real estate investment trusts (REITs), 3:89

Real estate mortgage investment conduits (REMICs), 19:4

S corporations, 3:53 to 3:55

Tax-exempt leasing, 15:23

Uniform capitalization rules, 10:33

ELECTRONIC FILING

Generally, 17:93

ELIGIBLE BASIS

Low income housing. See index heading Low INCOME HOUSING CREDIT

ELLISON

Income reservation, 14:77

EMINENT DOMAIN

Installment payment interest, 14:49

EMPLOYEE STOCK OWNERSHIP PLANS (ESOPs)

S corporations, 3:50, 3:51, 17:76 to 17:78

EMPLOYMENT RETIREMENT INCOME SECURITY ACT

See index heading ERISA

EMPLOYMENT TAX

IRS audit program: compliance, reporting, and penalty provisions, 17:92

Limited liability companies, 4:26

EMPOWERMENT ZONE CREDITS

Depreciation and tax credits, 7:123

ENERGY PRODUCTION CREDITS

Generally, 7:72

ENERGY SAVINGS CREDITS

Generally, 7:73

ENERGY SAVINGS CREDITS—Cont'd

Residential properties, 7:74

ENGINEERING SERVICES

Domestic production deduction, 3:15

ENTERTAINMENT EXPENSES DEDUCTION

Omnibus Budget Reconciliation Act of 1993, 22:13

ENVIRONMENTAL CLEANUP COSTS

Taxpayer Relief Act of 1997, 23:9

ENVIRONMENTAL REMEDIATION

Deductions, 10:77

EQUITY-BASED COMPROMISES

IRS audit program: compliance, reporting, and penalty provisions, 17:135

EQUITY INTERESTS

Partnership taxation, 4:160

EQUITY REDUCTION

Taxable corporations, corporate equity reduction transactions (CERTs), **3:38**

E REORGANIZATIONS

Taxable corporations, 3:18

ERISA

Revenue Act of 1987, impact on ERISA exemption for public programs, **20:53**

ERISA PLAN ASSET REGULATION

Generally, 13:52 to 13:66

Additional requirements, 13:59

Consequences of recharacterization of debt as equity, 13:50

Debt instrument, 13:62

Definition of real estate entity, 13:58

Department of Labor transition rule, 13:56

Entities deemed always to hold plan assets, 13:66

Exemptions, generally, 13:56 to 13:65

Final plan asset regulations, generally, 13:54 to 13:66

Free transferability, 13:60

Grandfather provisions, 13:56

Guaranteed governmental mortgage pool certificates, 13:65

Importance of plan assets, 13:52

Insignificant participation by employee, 13:63

Operating companies, 13:64

Prior law. 13:53

Publicly offered securities, 13:61

Summary of final plan asset regulations, generally, 13:55 to 13:65

Transition legislation, 13:57 to 13:60

ESCROWS

Accounting methods, 11:88, 11:89

ESCROWS—Cont'd

Dispositions of property, 14:32

Qualified escrows. See index heading qualified SETTLEMENT FUNDS AND ESCROWS

ESOPS (EMPLOYEE STOCK OWNERSHIP PLANS)

S corporations, 3:50, 3:51, 17:76 to 17:78

ESTATES AND TRUSTS

Economics of real estate transactions, 1:31 to 1:34

IRS audit program: compliance, reporting, and penalty provisions, intercompany sharing of tax information required, 17:139 to 17:141

Passive activity. See index heading Passive activ-ITY LOSSES AND CREDITS

Tax. See index heading ESTATE TAX

Tax shelters, contested liability trusts, 17:72

ESTATE TAX

Economics of real estate transactions, **1:31 to 1:34**

Omnibus Budget Reconciliation Act of 1993, 22:15

Partnership taxation, 4:175, 4:176

Tax rates, 1:31 to 1:34

ESTIMATED TAXES

Accounting methods, 11:36

Alternative minimum tax, 12:43

Omnibus Budget Reconciliation Act of 1993, **22:4, 22:20**

ESTOPPEL

See index heading waiver and estoppel

ETHICAL STANDARDS

Generally, 18:1 to 18:31

ABA Standards of Practice, generally, 18:2 to 18:29

Conclusion, 18:31

Definitions, 18:14, 18:18, 18:23

Disciplinary standards, 18:25

Due diligence, 18:12, 18:13

Final Circular 230 amendments, 18:19 to 18:25

Firm opinions, 18:24

Formal ABA opinion 352, 18:27

Form of tax opinion, 18:26

Law firms, 18:17

Material issue, definition of, 18:14

Negative opinions, 18:11

Opinion 346 of ABA, 18:5 to 18:9

Original Circular 230 amendments, 18:3, 18:4

Original opinion 346 of ABA, 18:5

Overall evaluation, 18:15, 18:21

Overview, 18:2

Partial opinions, 18:22

Proposed 2001 regulations, 18:29

ETHICAL STANDARDS—Cont'd

Revised Circular 230 amendments, **18:10 to 18:18**

Revised opinion 346 of ABA, 18:6 to 18:9

Securities and Exchange Commission standards, 18:30

Tax shelter defined, 18:7, 18:18

Treasury Department Rules of Practice, generally, 18:2 to 18:29

Willfulness, 18:16

Year 1992 Circular 230 amendments, 18:28

Year 2002 Circular 230 amendments. 18:4

Year 2006 Circular 230 amendments, 18:4

EVALUATIONS

Economics of real estate transactions

generally, 1:1 to 1:38

for detailed treatment see index heading eco-NOMICS OF REAL ESTATE TRANSACTIONS

EXAMINATION HANDBOOK OF IRS

Tax shelters, 17:39

EXCEPTIONS

Amortization of landlord's up-front expenditures, 11:71, 11:72

Below-market interest rates, 9:31, 9:32

Cancellation of indebtedness. See index heading CANCELLATION OF DEBT (COD) INCOME

Debt-for-equity exchanges. See index heading Debt-for-equity exchanges

Debt restructurings, workouts, and bankruptcies of partnerships, 21:128 to 21:130

IRS audit program: compliance, reporting, and penalty provisions, 17:145

Omnibus Budget Reconciliation Act of 1993, 22:27

Original issue discount, 9:20

Partnership taxation, 4:254 to 4:259

Preparers' penalties. See index heading income TAX RETURN PREPARERS: PENALTIES

Tax-exempt leasing, 15:11 to 15:15

EXCESS NONCASH INCOME

Taxpayer Relief Act of 1997, 23:45

EXCESS PASSIVE ASSETS

Omnibus Budget Reconciliation Act of 1993, 22:51

EXCISE TAX

Real estate investment trusts, 3:82, 3:103

EXCLUSIONS

Interest deduction, 8:22, 8:23

Unrelated business taxable income (UBTI), 13:3 to 13:7

EXECUTIVE COMPENSATION DEDUCTION

Omnibus Budget Reconciliation Act of 1993, 22:21

EXECUTIVE STOCK OPTIONS

Tax shelters, 17:77

EXEMPTIONS

Alternative minimum tax, exemption amount, 12:39

Deductions, exempt bond interest, 10:81

ERISA. See index heading ERISA PLAN ASSET REGULATION

Foreign investment. See index heading foreign investment in US real estate: withholding orligations

Passive activity. See index heading passive activ-ITY LOSSES AND CREDITS

Securities laws. See index heading securities

LAWS AFFECTING REAL ESTATE SYNDICATIONS
OVERVIEW

Taxpayer Relief Act of 1997, 23:11

Tax shelters. See index heading TAX SHELTERS

EXHIBITS

Alternative minimum tax. See index heading ALTERNATIVE MINIMUM TAX

Depreciation and tax credits, 7:68, 7:69

EXPENSE TEST

Interest deduction, 8:21

EXPERIMENTAL EXPENDITURES

Alternative minimum tax, **12:20**

EXPERTISE OF TAXPAYER OR ADVISER

Deductions, 10:87

EXPLORATION COSTS

Alternative minimum tax, 12:12

EXTENSION OF CREDIT

Securities laws affecting real estate syndications - overview, 2:65 to 2:74

EXTRAORDINARY SERVICES RULE

Passive activity losses and credits, 6:154

F

FACTS AND CIRCUMSTANCES RULE

Deductions. See index heading DEDUCTIONS Passive activity losses and credits, **6:167**

FAIR MARKET VALUE CAPITAL ACCOUNTS

Partnership taxation, 4:358 to 4:366, 4:376

FALSE STATEMENT OR OMISSION

Securities laws affecting real estate syndications - overview, **2:49**

FARMS AND FARMING

Accounting methods, 11:7

Alternative minimum tax, farm activity losses, 12:9

Cost-sharing programs, 10:63

Form of ownership, farming cooperatives, 3:127

Self-employment tax, 11:7

Taxpayer Relief Act of 1997, 23:3, 23:12

Uniform capitalization rules, 10:50 to 10:55

FAST-PAY STOCK

Income tax return preparers: penalties, 17:187

FEDERAL AND STATE LAW

Securities laws affecting real estate syndications - overview, 2:1

FEDERAL GRANTS

Low income housing credit, 7:88

FEDERAL RATE

Original issue discount, 9:11

FEDERAL RESERVE BOARD RULING

Securities laws affecting real estate syndications - overview, 2:68

FEDERAL TAXES

Limited liability companies, 4:34 to 4:40

FEES

Deductions. See index heading DEDUCTIONS
Passive activity losses and credits, **6:81**, **6:85**Real estate mortgage investment conduits, inducement fees, **19:27**

FHA FEES

Deductions, 10:74

FICA

Limited liability companies, 4:26

FIFTEEN YEAR CLASS OF PROPERTY

Depreciation and tax credits, 7:22

FILING REQUIREMENTS

Accounting methods, **11:31**, **11:33** Electronic filing, **17:93**, **17:142**

FINAL 1994 REGULATIONS

Generally, 9:40 to 9:53

Accounting method, change in, 9:42 to 9:48

Accrual of interest, 9:52

Anti abuse rule, 9:41

Application of revenue procedure, 9:44

Change in accounting method, 9:42 to 9:48

Consent, generally, 9:45, 9:46

Cut-off dates, 9:43

Definition of PLAM. 9:50

De minimis OID, special rules for any change in accounting method for, 9:47

Effective date, 9:48

FINAL 1994 REGULATIONS—Cont'd

Expeditious consent, procedure to obtain, 9:45 Original issue discount, 9:47, 9:53 Price level adjusted mortgages, 9:49 to 9:53 Service of notice of proposed rule making, 9:49 Variable rate of interest, 9:51

FINAL CIRCULAR 230 AMENDMENTS

Ethical standards, 18:19 to 18:25

FINAL REGULATIONS

1994 regulations. See index heading final 1994 REGULATIONS

Original issue discount rules, final regulations on contingent payments, 9:15

Uniform capitalization rules, 10:47 to 10:49

FINANCIAL ASSET SECURITIZATION INVESTMENT TRUSTS (FASITs)

Form of ownership, 3:126

FINANCIAL FORECASTS

Economics of real estate transactions, 1:15 to 1:20

FINDING LIST FOR POST-1991 DEVELOPMENTS

Debt restructurings, workouts, and bankruptcies of partnerships, **21:171**

FINRA (FINANCIAL INDUSTRY REGULATORY AUTHORITY)

Securities laws affecting real estate syndications - overview, 2:63, 2:125 to 2:128

FIRM OPINIONS

Ethical standards, 18:24

FISCAL YEAR ENTITIES

Passive activity losses and credits, 6:80, 6:207

FIVE HUNDRED HOURS TEST

Passive activity losses and credits, 6:161

FIVE YEAR CLASS OF PROPERTY

Depreciation and tax credits, 7:19

FIVE YEAR DISTRIBUTION RULE

Partnership taxation, 4:308

FLIP PERCENTAGES

Tax-exempt leasing, 15:34

FLOW CHART

Accounting methods, 11:58

FLOW-THROUGH ENTITY RULES

Uniform capitalization rules, **10:30**, **10:43** to **10:45**

FORECLOSURE

Debt restructurings, workouts, and bankruptcies of partnerships, 21:148 to 21:151

FORECLOSURE—Cont'd

Dispositions of property, 14:6

IRS audit program: compliance, reporting, and penalty provisions, 17:123

Real estate investment trusts (REITs), 3:105

Real estate mortgage investment conduits (REMICs), 19:12, 19:17

Taxpayer Relief Act of 1997, 23:46

FOREIGN CORPORATIONS

Controlled foreign corporations, Omnibus Budget Reconciliation Act of 1993, 22:50 to 22:56

Dividends, 1:38

Taxable corporations, 3:37, 3:39

FOREIGN CURRENCY STRADDLES

Tax shelters, 17:78

FOREIGN INVESTMENT IN US REAL ESTATE: WITHHOLDING OBLIGATIONS

Generally, 16:1 to 16:31

Alternative methods of withholding, 16:15

Amount of effectively connected income, determination of, **16:7**

Annual return, 16:9

Branch profits tax, 16:29 to 16:31

Certificate of withholding, 16:24

Coordination with withholding under sections 1441, 1442, and 1445, **16:12**

Enforcement of tax on dispositions, 16:17 to 16:28

Exemptions from withholding obligation, 16:20 to 16:28

Foreign person, determination of partner as, 16:6

Foreign status, determination of, 16:14

Imposition of tax on dispositions, 16:17

Liability of foreign partners, 16:11

Nonforeign certification, **16:20**

Nonrecognition transactions, 16:22

Non-USRPHC affidavit, 16:21

Operating income, generally, 16:1 to 16:16

Partnerships

generally, 16:27, 16:28

operating income of, generally, 16:4 to 16:16

Payment and reporting of withholding tax, 16:8 to 16:10

Publicly traded partnerships, withholding by, 16:13 to 16:15

Publicly traded stock, 16:23

REITs, 16:27, 16:28

Reporting of withholding tax, 16:8 to 16:10

Sale of residence, 16:25

Section 1446, 16:26

Taxation of gains from dispositions, generally, 16:17 to 16:28

Taxpayer identification number (TIN), 16:28

FOREIGN INVESTMENT IN US REAL ESTATE: WITHHOLDING OBLIGATIONS—Cont'd

Tiered partnerships, withholding by, 16:16

FOREIGN LOSS IMPORTATION

Tax shelters, 17:79, 17:80

FOREIGN PARTNERSHIPS

Partnership taxation, 4:7

FOREIGN PERSONS

Tax-exempt leasing, 15:49

FOREIGN REAL PROPERTY

Depreciation and tax credits, 7:7

FOREIGN RESIDUAL HOLDERS

Real estate mortgage investment conduits (REMICs), 19:25

FOREIGN SHAREHOLDERS

Real estate investment trusts, 3:110, 3:111

FOREIGN TAX CHANGES

Form of ownership, 3:123

FOREIGN TAX CREDIT

Alternative minimum tax, **12:41** Partnerships, investment tax credit, **4:435**

FOREIGN TRANSACTIONS

Omnibus Budget Act. See index heading omnibus BUDGET RECONCILIATION ACT OF 1993

FOREIGN USE PROPERTY

Depreciation and tax credits, 7:43

FORFEITURE TERMINATION

Partnership taxation, 4:177, 4:178

FORMAL ABA OPINION 352

Ethical standards, 18:27

FORM OF OWNERSHIP

Generally, 3:1 to 3:127

Business expense limitations, 3:120

Farming cooperatives, 3:127

Financial asset securitization investment trusts (FASITs), **3:126**

Foreign tax changes, 3:123

Marketing (farming) cooperatives, 3:127

Miscellaneous forms of ownership, **3:124 to 3:127**

Nominee corporations, 3:124

Non REIT provisions, 3:118 to 3:123

Passive activity loss limitations, 3:119

Personal residence trusts, 3:125

Publicly traded partnerships, 3:2

Real estate investment trusts

generally, 3:62 to 3:117

FORM OF OWNERSHIP—Cont'd

Real estate investment trusts—Cont'd for detailed treatment see index heading REAL ESTATE INVESTMENT TRUSTS

REMIC rules, 3:121

S corporations

generally, 3:47 to 3:60

for detailed treatment see index heading s

Selecting an appropriate entity, 3:1, 3:2

Taxable corporations

generally, 3:3 to 3:46

for detailed treatment see index heading TAX-ABLE CORPORATIONS

Tax exempt controlled entity, **3:122**

FORM OF TAX OPINION

Ethical standards, 18:26

FOSTER CARE

Deductions, 10:80

FOUR YEAR SPREAD RULE

Accounting methods, 11:26, 11:27

FRACTIONS RULE

Unrelated business taxable income (UBTI), 13:16, 13:21 to 13:28

FRAUD AND DECEIT

Anti-fraud penalties, securities laws. See index heading securities laws affecting real estate syndications - overview

Deductions, home repair fraud, 10:84

IRS audit program: compliance, reporting, and penalty provisions, 17:82, 17:83

"Obstruction." 17:83

FREE TRANSFERABILITY

ERISA plan asset regulation, 13:60

F REORGANIZATIONS

Taxable corporations, 3:18

FREOUENCY OF RECOMPUTING

Tax-exempt leasing, 15:31

FUTA

Limited liability companies, 4:26

 \mathbf{G}

GAIN CHARGEBACKS

Tax-exempt leasing, 15:36 to 15:40

GENERAL UTILITIES RULE

Taxable corporations, 3:4

GIFT LOANS

Below-market interest rates, 9:25

GIFTS

Passive activity losses and credits, 6:52

GIFT TAX RATES

Omnibus Budget Reconciliation Act of 1993, 22:15

GOOD FAITH EXCEPTION

Income tax return preparers: penalties, 17:177

GOODWILL

IRS audit program: compliance, reporting, and penalty provisions, **17:157**

GOVERNMENT DISASTER RELIEF

Dispositions of property, 14:50

GOVERNMENT FINANCING

At risk rules, 5:11

GRANDFATHERING

ERISA plan asset regulation, 13:56

Partnerships. See index heading partnership taxation

Revenue Act of 1987, qualified residence interest, **20:74**

GROSS RENT LIMITATION

Low income housing credit, 7:117

GROUND LEASE

Passive activity losses and credits, 6:28

GROUPING RULES

Passive activity losses and credits, 6:258 to 6:260

GUARANTEED GOVERNMENTAL MORTGAGE POOL CERTIFICATES

ERISA plan asset regulation, 13:65

GUARANTEES

Cancellation of indebtedness income - section 108, 21:30

Partnership taxation, 4:72

H

HALF YEAR CONVENTION

Depreciation and tax credits, 7:32

HAMP (HOME AFFORDABLE MODIFICATION PROGRAM)

Accounting methods, 11:40

HEALTH INSURANCE DEDUCTION

Omnibus Budget Reconciliation Act of 1993, 22:14

HEDGING INCOME

Taxpayer Relief Act of 1997, 23:47

HELD FOR INVESTMENT REQUIREMENT

Dispositions of property, 14:35

HIGH YIELD DISCOUNT OBLIGATIONS

Generally, 9:34 to 9:39

Bidder, treatment of, 9:37

Definition, 9:35

Effective dates, 9:39

Example and planning considerations, 9:38

Issuer, treatment of, 9:36

HOLDING PERIOD

Debt restructurings, workouts, and bankruptcies of partnerships, **21:170**

HOLDING REAL PROPERTY

At risk rules, 5:7, 5:14

HOLSCHUH CASE

Securities laws affecting real estate syndications - overview, 2:21

HOME AFFORDABLE MODIFICATION PROGRAM (HAMP)

Accounting methods, 11:40

HOME CONSTRUCTION CONTRACTS

Alternative minimum tax, 12:37

HOME OFFICE EXPENSE

Deductions, 10:62

Taxpayer Relief Act of 1997, 23:13

HOME REPAIR FRAUD

Deductions, 10:84

HYBRID OFFERINGS

Passive activity losses and credits, **6:124**

Ι

IDENTIFICATION

Dispositions. See index heading dispositions of PROPERTY

Tax shelters, 17:37, 17:71 et seq.

IDENTIFICATION NUMBER

Income tax return preparers: penalties, 17:175

ILLUSORY DISPOSITIONS

Passive activity losses and credits, 6:55

IMPACT (IMPROVED PENALTY ADMINISTRACTION AND COMPLAINCE TAX ACT)

Income tax return preparers: penalties, 17:163, 17:164

IMPORTED PROPERTY

Depreciation and tax credits, 7:46

IMPROVED PENALTY ADMINISTRACTION AND COMPLAINCE TAX ACT

Income tax return preparers: penalties, 17:163, 17:164

IMPROVEMENTS

Debt restructurings, workouts, and bankruptcies of partnerships, **21:166**

Depreciation and tax credits, 7:39, 7:40

Tax-exempt leasing, 15:11

IMPUTED INTEREST: SECTION 483

Generally, 9:22

INADVERTENT TERMINATION AND ELECTION

S corporations, 3:53, 3:54

INCENTIVE STOCK OPTIONS (ISOs)

Alternative minimum tax. 12:21

INCOME IN RESPECT OF A DECEDENT

Partnership taxation, 4:176

INCOME RESERVATION

Generally, 14:76 to 14:79

Depreciation, 14:79

Ellison, 14:77

Overview, 14:76

INCOME TAX RETURN PREPARERS' PENALTIES

Generally, 17:163 to 17:190

Additional disclosure excused, 17:173

Application of penalty, 17:187 to 17:190

Background, 17:163

Burden of proof, 17:178, 17:185

Business purpose and economic substance, 17:188

Collection period, extension of, 17:186

Definitions, 17:165 to 17:168

Disclosure, generally, 17:170 to 17:176, 17:183

Due diligence requirement, 17:174

Exceptions

adequate disclosure of non frivolous positions, 17:170 to 17:176

reasonable cause and good faith, 17:177 reckless or intentional disregard penalty,

17.182

"unrealistic position," penalty for understatement due to, 17:170 to 17:177

Extension of period of collection of penalty, 17:186

Fast-pay stock, 17:187

Final regulations, 17:165 to 17:186

Good faith exception, 17:177

Identification number, 17:175

IMPACT, effect of, 17:163, 17:164

Levy, 17:190

Liens, 17:189

Nonsigning preparers, rules for, 17:172

Reasonable cause exception, 17:177

Reckless or intentional disregard, 17:181 to 17:183

INCOME TAX RETURN PREPARERS' PENALTIES—Cont'd

Reduction of penalty for willful or reckless conduct, **17:184**

Signature rules, 17:176

Signing preparers, rules for, 17:171

Tax liens, 17:189

"Unrealistic position," penalty due to, 17:169 to 17:178

Verification of information furnished by taxpayer, 17:168

Willful attempt to understate penalty, 17:180

INDEMNITY

Passive activity losses and credits, 6:212

INDEPENDENT CONTRACTOR (IK) RULES

Real estate investment trusts, 3:73

INDIVIDUAL TAX RATES

Economics of real estate transactions, **1:22 to 1:27**

INDUCEMENT FEES

Real estate mortgage investment conduits, 19:27

INFORMATION REPORTING

IRS audit program: compliance, reporting, and penalty provisions, **17:131**

Omnibus Budget Reconciliation Act of 1993, 22:41

INSIDE BASIS

Partnerships. See index heading Partnership Taxa-

INSOLVENCY

See index heading BANKRUPTCY AND INSOLVENCY

INSTALLMENT SALES OR PAYMENTS

Alternative minimum tax, 12:16

Dispositions. See index heading dispositions of PROPERTY

IRS audit program: compliance, reporting, and penalty provisions, 17:134 to 17:137

Original issue discount, 9:19

Partnership taxation, **4:363**

Passive activity losses and credits, **6:51**, **6:66**, **6:134**, **6:200**

Revenue Act of 1987, 20:65

Securities laws affecting real estate syndications - overview, 2:41, 2:53, 2:65 to 2:74

INSURANCE COMPANY SEPARATE ACCOUNTS

Pooled investment vehicles, 13:36

INTANGIBLE DRILLING COSTS (IDCs)

Alternative minimum tax, 12:19

INTANGIBLE PROPERTY DISTRIBUTIONS

Partnership taxation, 4:51

INTANGIBLES

Omnibus Budget Reconciliation Act of 1993, 22:24

INTEREST AND USURY

Alternative minimum tax, 12:10

Below market. See index heading below market interest rates

Debt-for-debt exchanges, 21:59

Deduction for interest payments

generally, 8:1 to 8:71

for detailed treatment see index heading INTER-EST DEDUCTION

Deposit to prevent underpayment interest, 17:88 to 17:90

Eminent domain/condemnation awards installment payment interest, **14:49**

IRS audit program: compliance, reporting, and penalty provisions

generally, 17:84 to 17:91

for detailed treatment see index heading IRS
AUDIT PROGRAM: COMPLIANCE, REPORTING, AND
PENALTY PROVISIONS

Omnibus Budget Reconciliation Act of 1993, 22:58

Partnership taxation. See index heading Partner-Ship taxation

Passive activity. See index heading Passive activ-ITY LOSSES AND CREDITS

Taxpayer Relief Act of 1997, 23:29

Unrelated business taxable income (UBTI), interest exclusion, 13:3

INTEREST DEDUCTION

Generally, 8:1 to 8:71

"Abuse" cases, 8:46

Account deposits rules, 8:48 to 8:53

Accounting for interest, generally, 8:3 to 8:70

Accrual basis, 8:4 to 8:7

Accrued interest, allocation rules for, 8:56

Acquisition indebtedness, 8:32 to 8:36

Act of 1987, generally, 8:31 to 8:37

Allocation of interest expense among

expenditures, proposed regulations of IRS on, **8:41 to 8:64**

Alternative minimum tax limitations, 8:65

Asset sales, 8:62

Borrowing costs, allocation rules for, 8:57

Capitalization rules, 8:60, 8:67

Cash borrowings, 8:54

Cash method, 8:3

Change in use of debt financed asset, 8:63

Clear reflection of income, 8:5

Construction period, 8:11, 8:67 to 8:70

Corporations, 8:12

Definition of personal interest, 8:27

Divorce, debt incurred incident to, 8:36

INTEREST DEDUCTION—Cont'd

Effective dates, 8:37 to 8:40

Elections, 8:24

Exclusions, **8:22**, **8:23**

Expense test, 8:21

Genuine indebtedness, 8:2

Grandfathering 1987 Act, 8:37

Investment interest

limitation, generally, 8:14 to 8:26

phase in, effective dates, 8:39

Limitations on deductibility of interest, generally, 8:8 to 8:70

Modification of investment interest limitation, 8:9

Monthly convenience rule, 8:53

Mortgage assumptions, 8:55

Net investment interest, 8:17

Net leases, generally, 8:20 to 8:26

Ninety day rule, 8:34

Nonrecourse indebtedness, 8:6

Out-of-pocket expenses, 8:26

Overview Act of 1986 restrictions, generally, 8:8 to 8:13

Partial home equity indebtedness, 8:35

Partnership context, section 189 in, 8:70

Passive loss rules, 8:10

Pass through entities, allocation rules for, 8:59

Personal interest, generally, **8:13**, **8:27 to 8:37**, **8:40**

Pre-1986 Act limitations, 8:18 to 8:26

Prior law, 8:68 to 8:70

Proposed regulations of IRS on allocation of interest expense among expenditures, generally, **8:41 to 8:64**

Qualified residence interest, generally, **8:28 to 8:37, 8:44**

Reallocation rules, 8:61 to 8:63

Refinancing, allocation rules for, 8:58

Reimbursements, 8:23

Repayment ordering rules, 8:64

Return test, 8:25

Rule of 78s, 8:7

Segregated accounts, 8:50

Single loan arrangement vs multiple debts, 8:51

Specific allocation rules, 8:47 to 8:55

Tax-exempt entities, transactions with, 13:48

Tax exempt obligations, 8:45, 8:66

Thirty day rule, 8:49

Tracing and allocation rules, 8:33, 8:43 to 8:46

Transition rule for pre-1987 borrowings, 8:52

INTERNAL RATE OF RETURN METHOD

Economics of real estate transactions. 1:9

INTERNAL REVENUE SERVICE

See index headings beginning with IRS

INTRASTATE OFFERING EXEMPTION

Securities laws affecting real estate syndications - overview

generally, 2:35 to 2:45

for detailed treatment see index heading secu-RITIES LAWS AFFECTING REAL ESTATE SYNDICA-TIONS - OVERVIEW

INVESTMENT ADVISORS ACT OF 1940

Securities laws affecting real estate syndications - overview, 2:79 to 2:81

INVESTMENT ADVISORY FEES

Deductions, 10:56

INVESTMENT BASE

Tax shelters. 17:54

INVESTMENT COMPANY ACT OF 1940

Securities laws affecting real estate syndications - overview, 2:76 to 2:78

INVESTMENT INCENTIVE PROVISIONS

Omnibus Budget Reconciliation Act of 1993, 22:29, 22:30

INVESTMENT INCOME TAX

Passive activity losses and credits, 6:3

INVESTMENT INTEREST

Interest deduction. See index heading INTEREST DEDUCTION

INVESTMENT TAX CREDIT (ITC)

Alternative minimum tax, 12:40

At risk rules, 5:2

Foreign tax credits, 4:435

Partnership taxation, 4:434 to 4:436

Tax credits, generally, 4:436

INVOLUNTARY CONVERSIONS

Dispositions of property, **14:47 to 14:50** Taxpayer Relief Act of 1997, **23:14**

IRS AUDIT PROGRAM: COMPLIANCE, REPORTING, AND PENALTY PROVISIONS

Generally, **17:1 to 17:190**

Abandonment of security, returns relating to, 17:123

Accuracy related penalty

generally, 17:2 to 17:29

amended return, effect of, 17:14

amount of substantial valuation misstatement penalty, **17:27**

avoidance of penalties

negligence penalty, 17:9

substantial understatement penalty, 17:11 to

17:13, 17:20 to 17:22

substantial valuation misstatement penalty, 17:28

IRS AUDIT PROGRAM: COMPLIANCE, REPORTING, AND PENALTY PROVISIONS—Cont'd

Accuracy related penalty—Cont'd background, 17:2 to 17:5

current law

negligence penalty, 17:7 to 17:9

substantial understatement of income tax penalty, **17:16 to 17:23**

substantial valuation misstatement penalty, 17:25 to 17:29

definition of underpayment, 17:4

expanded list of authorities, 17:18

extended limitations period, 17:23

final regulations, 17:3, 17:22, 17:29

interest on penalty, 17:15

negligence penalty, 17:6 to 17:9

non-tax shelter items, 17:11, 17:12

notice 90-20, 17:21

position lacking substantial authority, **17:19** prior law

negligence penalty, 17:6

substantial understatement of income tax penalty, **17:10 to 17:15**

betantial valuation misstatement

substantial valuation misstatement penalty, 17:24

reasonable cause/good faith exception, 17:5 reduction in penalty rate, 17:17

substantial understatement of income tax, generally, 17:10 to 17:23

substantial valuation misstatement, generally, 17:24 to 17:29

tax shelter items. 17:13

underpayment, definition of, 17:4

Additional compliance provisions, 17:113 to 17:141

Allocation rules for asset acquisitions

generally, 17:152 to 17:162

covenants not to compete, 17:159

definitions, 17:155, 17:156

goodwill or going concern value, 17:157

IRS regulations, 17:153

penalties, 17:154

purchase price, 17:158

real estate, issues involving, 17:161

reporting requirements, 17:160

transfers of interests in entities, 17:162

Amended return, effect of, 17:14

Amount of substantial valuation misstatement penalty, 17:27

Appraisers, 17:115

Assessments, partnerships audit provisions, 17:100

Avoidance of penalties. Accuracy related penalty,

Bankruptcy, 17:101 to 17:107

IRS AUDIT PROGRAM: COMPLIANCE, REPORTING, AND PENALTY PROVISIONS—Cont'd	IRS AUDIT PROGRAM: COMPLIANCE, REPORTING, AND PENALTY PROVISIONS—Cont'd
Burden of proof, 17:114	Interest provisions—Cont'd
Business trusts, intercompany sharing of tax information required, 17:139 to 17:141	increase in underpayment interest rate for large corporate underpayments, 17:91
Cancellation of debt, reporting of, 17:132, 17:133	notice requirements, 17:89 , 17:90 post-notice payment, 17:90
Clearing agency exception to nominee reporting, 17:129	taxpayer, interest paid by, 17:84 tax shelter items, interest rate on, 17:85
Community property, 17:110	Internal revenue service and the investor, gener-
Compromises and installment agreements, 17:134 to 17:137	ally, 17:96 Limitations period, partnerships audit provisions,
Contingent payment transactions, 17:148	17:100
Covenants not to compete, 17:159	Miscellaneous provisions, 17:82 to 17:95
Criminal investigations, 17:111	Mortgage interest received, report of, 17:117 to
Definitions, 17:4, 17:155, 17:156	17:120
Deposit to prevent underpayment interest, 17:88 to 17:90	Multiple transferors, real estate transactions, 17:149
Discharge of tax liability, 17:103	Negligence penalty, 17:6 to 17:9
Electronic filing, 17:93	Net operating losses (NOLs), 17:102
Employment tax, failure to pay over, 17:92	Nominee reporting, generally, 17:124 to 17:130
Equitable considerations, compromises, 17:135	Non-tax shelter items, 17:11 , 17:12
Exceptions to reporting on real estate transactions, 17:145	Notice accuracy related penalty, notice 90-20, 17:21
Extended limitations period for accuracy related	interest provisions, 17:89
penalty, 17:23	partnerships audit provisions, 17:99
Extension of time to file, 17:94	
Failure to file, penalties for, 17:86 , 17:92 to 17:95	Partnership interests involving unrealized receivables, 17:121, 17:122
Final regulations	Partnerships audit provisions
accuracy related penalty, 17:3, 17:22, 17:29	generally, 17:97 to 17:112
real estate transactions, reporting on, 17:143 to	assessments, 17:100
17:149	bankruptcy, 17:101 to 17:107
Foreclosures, returns relating to, 17:123	community property, 17:110
Form 1099, 17:150	criminal investigations, 17:111
Fraud penalty, 17:82, 17:83	current law, 17:98
Goodwill or going concern value, 17:157	discharge of tax liability, 17:103
Government, interest paid by, 17:87	limitations period, 17:100
"Gross proceeds," 17:147 to 17:149	net operating losses (NOLs), 17:102
Income tax return preparers: penalties	notice, 17:99
generally, 17:163 to 17:190	penalties, 17:108
for detailed treatment see index heading INCOME TAX RETURN PREPARERS: PENALTIES	pension and retirement arrangements, 17:105 prior law, 17:97
Information reporting by partnerships with tax- exempt partners, 17:131	request for determination of tax liability, 17:104
Installment agreements and compromises, 17:134 to 17:137	S corporations, 17:106 S corporation unified audit procedure, 17:112
Intercompany sharing of tax information required, business trusts, 17:139 to 17:141	settlements, 17:100 small partnerships, 17:109
Interest provisions	stay of proceedings, 17:107
generally, 17:84 to 17:91	TEFRA, prior law, 17:97
accuracy related penalty, 17:15	Pension and retirement arrangements, partner-
advance payment, 17:89	ships audit provisions, 17:105
failure to file, interest on, 17:86	Points and mortgage bonds, 17:118 to 17:120
government, interest paid by, 17:87	Private contractors, IRS use of, 17:116

IRS AUDIT PROGRAM: COMPLIANCE, REPORTING, AND PENALTY PROVISIONS—Cont'd

Purchase price, allocation rules for asset acquisitions, **17:158**

Qualified mortgage bonds, 17:120

Real estate transactions

generally, 17:142 to 17:151

allocation rules for asset acquisitions, 17:161

background, 17:142

contingent payment transactions, 17:148

exceptions, 17:145

final regulations, 17:143 to 17:149

form 1099, 17:150

"gross proceeds," 17:147 to 17:149

multiple transferors, 17:149

payments to attorneys, 17:144

penalties, 17:151

reportable transactions, 17:143

reporting. Real estate transactions, reporting on, below

"reporting person," 17:146

Reasonable cause/good faith exception, 17:5

Reduction in penalty rate, 17:17

REMICs, nominee reporting, 17:130

Reports. Real estate transactions reporting on, above

Return of levied property, 17:138

S corporations

partnership audit provisions, bankruptcy, 17:112

unified audit procedure, 17:112

Section 6662. Accuracy related penalty, above Settlements, partnerships audit provisions,

17:100

Small partnerships, 17:109

Stay of proceedings, partnerships audit provisions, 17:107

Substantial understatement of income tax penalty.
Accuracy related penalty, above

Substantial valuation misstatement penalty.

Accuracy related penalty, above

Substituted debt, reporting of, 17:133

Tax shelters

generally, 17:30 et seq.

for detailed treatment see index heading TAX SHELTERS

TEFRA, prior law, 17:97

Timing of nominee reporting, 17:128

Transfers of interests in entities, 17:162

Underpayment, definition of, 17:4

Unrealized receivables, partnership interests involving, **17:121**, **17:122**

Widely held fixed investment trusts (WHFITs), intercompany sharing of tax information required, 17:140

IRS AUDIT PROGRAM: COMPLIANCE, REPORTING, AND PENALTY PROVISIONS—Cont'd

Widely held mortgage trusts (WHMTs), intercompany sharing of tax information required, 17:141

IRS DISCRETIONARY WAIVER

Partnership taxation, 4:424

IRS GUIDELINES AND PRONOUNCEMENTS

Sale-leaseback transactions, **14:70**, **14:71**, **14:73**, **14:74**

IRS REQUEST FOR COMMENTS, PRE CONTRIBUTION GAIN OR LOSS

Partnership taxation, 4:259

ISSUERS

High yield discount obligations, 9:36

ITEMIZED DEDUCTIONS

Alternative minimum tax, 12:17

J

JOBS ACT 2012

Securities laws affecting real estate syndications, 2:47

JOBS AND GROWTH TAX RELIEF RECONCILIATION ACT

Generally, 1:33

Accumulated earnings, **3:40**

Bonus depreciation, 7:1

Capital gains, 1:35

Dividends, 1:38, 3:84

Joint filers, 12:4

Partnership dividend income, 4:44

JOBS CREATION ACT OF 2004

Section 409A, deferred compensation, 4:188

L

LAND LEASES AND LAND RENT

Deductions, 10:61

LAW FIRMS

Ethical standards, 18:17

LAYERING RULES

Partnership taxation, 4:123, 4:155

LEASE-IN/LEASE-OUT (LILO) TRANSACTIONS

Sale-leaseback transactions, 14:63

LEASES AND LEASING

Accounting methods. See index heading ACCOUNT-ING METHODS

Deductions, leasing fees, 10:58

LEASES AND LEASING—Cont'd

Depreciation and tax credits, leasehold improvements, 7:40

Sale leaseback transactions

generally, 14:61 to 14:68

for detailed treatment see index heading SALE LEASEBACK TRANSACTIONS

Subleases. See index heading Subleases

Tax-exempt leasing

generally, 15:1 to 15:49

for detailed treatment see index heading TAX-EXEMPT LEASING

Taxpayer Relief Act of 1997, lease improvements, 23:15

LEASE STRIPPING

Generally, 14:80

LEVERAGE

Economics of real estate transactions, **1:12 to**

LEVY

Income tax return preparers' penalties, 17:190

LICENSES AND LICENSING

Passive activity losses and credits, 6:186

LIENS

Income tax return preparers: penalties, 17:189

LIFO BENEFITS RECAPTURE

S corporations, 3:60

LIKE-KIND EXCHANGES

Debt restructurings, workouts, and bankruptcies of partnerships, **21:151**

Dispositions. See index heading dispositions of PROPERTY

Revenue Act of 1987, 20:81

Straddling two years, 4:45

Tax-exempt leasing, 15:9

Taxpayer Relief Act of 1997, 23:16

LIMITATIONS AND RESTRICTIONS

Interest deduction. See index heading INTEREST DEDUCTION

Low income housing credit, 7:106, 7:120

Passive activity losses and credits

generally, **6:91 to 6:122**

for detailed treatment see index heading PASSIVE
ACTIVITY LOSSES AND CREDITS

Real estate mortgage investment conduits (REMICs), **19:13**

S corporations, 3:58

LIMITATIONS PERIOD

IRS audit program: compliance, reporting, and penalty provisions, **17:100**

LIMITATIONS PERIOD—Cont'd

Revenue Act of 1987, simplified reporting and compliance requirements for widely-held partnerships, **20:106**

Taxpayer Relief Act of 1997, 23:30

LIMITED LIABILITY

Passive activity losses and credits, 6:211 to 6:215

LIMITED LIABILITY COMPANIES

Generally, 4:22 to 4:43

Articles of organization, 4:27

Basic characteristics, 4:27 to 4:32

Centralized management, 4:36

Continuity of life, 4:37

Conversion of limited partnership to LLC, 4:40

Criteria for achieving partnership status, **4:34 to 4:38**

Dissolution, 4:32

Employment tax liability, generally, 4:26

Entity comparison, 4:33

Federal tax treatment as a partnership, generally,

4:34 to 4:40

FICA, **4:26** FUTA, **4:26**

Income tax matters, generally, 4:39, 4:41

Legislation among states, status of, **4:42**

Limited liability, **4:30**, **4:35**

Management, 4:31

Membership, 4:28

Net worth, **4:14**

Overview. 4:22 to 4:26

Self-employment tax, 4:25

"Series" LLC organizations, 4:23

State income tax consequences, 4:41

Survey of legislation, 4:43

Tax matters partner, **4:24**

Transferability of interests, 4:29, 4:38

LIMITED PARTNERSHIPS

Partnership taxation, 4:71

Passive activity. See index heading Passive activ-ITY LOSSES AND CREDITS

Securities laws. See index heading securities

LAWS AFFECTING REAL ESTATE SYNDICATIONS
OVERVIEW

Taxpayer Relief Act of 1997, 23:23

LIQUIDATING DISTRIBUTIONS

Real estate investment trusts, 3:85

S corporations, 3:61

Taxable corporations, 3:17 et seq.

LIQUIDATION

Partnership taxation

generally, 4:168 to 4:178

for detailed treatment see index heading PARTNERSHIP TAXATION

LIQUIDATION—Cont'd

Passive activity losses and credits, 6:141, 6:252 S corporations, 3:34, 3:61

LISTS

Tax shelter investors, 17:65 to 17:68

LOAN COMMITMENT-STANDBY FEES AND **GUARANTEE FEES**

Deductions

generally, 10:68 to 10:74

for detailed treatment see index heading DEDUC-TIONS

LOAN MINIMUM GAIN CHARGEBACK

Partnership taxation, 4:392

LOBBYING EXPENSES

Omnibus Budget Reconciliation Act of 1993, 22:23

LOCAL PAYROLL AND SALES TAXES

Deductions. 10:76

LOCATION

Passive activity losses and credits, 6:223

LONG-TERM CONTRACTS

Accounting methods, 11:44 to 11:51 Alternative minimum tax, 12:13

LONG-TERM LEASE PROVISIONS

Accounting methods, 11:55

LOSS CORPORATIONS

Generally, 3:31

LOSS LIMITATION RULES

At risk rules, 5:1

LOSS RECOGNITION

Accounting methods, 11:63

LOST DEDUCTION EXCEPTION

Cancellation of indebtedness income - section 108, 21:24, 21:25

LOW INCOME HOUSING

Generally, 7:80 to 7:122

Act of 1986, generally, 7:81 to 7:112

Act of 1989, generally, 7:114 to 7:121

Act of 1990 changes, 7:122

Additions to basis, 7:94

Adjusted basis, 7:89

Allocation of credit authority, 7:107

Allowable credit authority, 7:104 to 7:107, 7:119

Applicable fraction, 7:85

At risk limitation, 7:110

Comparability, eligible basis, 7:91

Compliance period, 7:102

Computation of credit, 7:82, 7:83, 7:108

LOW INCOME HOUSING-Cont'd

Coordination with other 1986 Act provisions, 7:111, 7:112

Credit amount under Act of 1989, 7:115

Deductions, special rules for, 10:96

Development basis, 7:95

Dispositions of property, 14:51 to 14:53

Election, qualified low-income housing projects. 7:99

Eligible basis

generally, 7:86 to 7:95

Act of 1989, 7:116

Existing building eligible basis, 7:87

Federal grants reduction, eligible basis, 7:88

Gross rent limitation, 7:117

Limitation on credit authority, 7:106, 7:120

Limitations on qualified low-income housing projects, 7:98

Low-income unit, 7:96

Market study, qualified low-income housing projects, 7:101

Mixed use property, 7:92

Partnership taxation, 4:459

Passive activity losses and credits

generally, 6:108 to 6:114

for detailed treatment see index heading PASSIVE ACTIVITY LOSSES AND CREDITS

Percentages, 7:83

Prior law, 7:80

Qualified basis, 7:84, 7:85

Qualified low-income housing projects, 7:97 to 7:101

Recapture, 7:102

Rehabilitation expenditures, 7:93

Special set aside for nonprofit organizations,

State low-income housing credit authority, 7:103 to 7:109

Subsequent legislation, generally, 7:113 to 7:122 TAMRA, 7:113

Tenant qualification, 7:100, 7:118

Time of determination of eligible basis, 7:90

Transferability of credit amount, 7:109

LUXURY CARS

Depreciation and tax credits, 7:50

M

MANAGEMENT FEES

California rollup legislation, 2:120 to 2:122

Partnership taxation, 4:185

Passive activity losses and credits, 6:85

MANDATORY CHARGEBACKS

Partnership taxation, 4:403

MARITAL PROPERTY SETTLEMENT

Non liquidating distribution, 3:33

MARKET DISCOUNT BONDS

Omnibus Budget Reconciliation Act of 1993, 22:7

MARKET DISCOUNT RULES

Debt restructurings, workouts, and bankruptcies of partnerships, **21:141**Revenue Act of 1987, **20:79**

MADIZETING (EADAMNG) GOODE

MARKETING (FARMING) COOPERATIVES

Form of ownership, 3:127

MARKET STUDY

Low income housing credit, 7:101

MARKET VALUE ADJUSTMENT

Partnership taxation, 4:364 to 4:366

MARK-TO-MARKET RULES

Omnibus Budget Reconciliation Act of 1993, 22:25 to 22:28

MASTER LEASE ARRANGEMENTS

Partnership taxation, 4:82

MASTER LIMITED PARTNERSHIPS (MLPs)

Passive activity losses and credits, 6:88, 6:131

MATERIAL ISSUE

Ethical standards, 18:14

MATERIAL PARTICIPATION

Passive activity losses and credits generally, **6:159 to 6:178**

for detailed treatment see index heading PASSIVE
ACTIVITY LOSSES AND CREDITS

MATURITY

Debt-for-debt exchanges, 21:57

MAXIMUM CREDIT BENEFIT

Economics of real estate transactions, 1:39

MECHANICS OF INTEREST CAPITALIZATION

Uniform capitalization rules, 10:34 to 10:36

MEDICAL INSURANCE

Taxpayer Relief Act of 1997, 23:17

MEMBERSHIP

Limited liability companies, 4:28

MERCHANT MARINE CAPITAL CONSTRUCTION FUNDS

Alternative minimum tax, 12:35

MERGERS

Partnership taxation, **4:179** Taxable corporations, **3:26**

MID-QUARTER CONVENTION

Depreciation and tax credits, 7:33

MINERAL EXTRACTION

Domestic production deduction, 3:16

MINIMUM GAIN AND MINIMUM GAIN CHARGEBACKS

Allocations under sections 704 and 752, 21:33, 21:48 to 21:52

Debt-for-equity exchanges, 21:124

Partnerships. See index heading Partnership Taxa-

MINIMUM TAX CREDIT

Alternative minimum tax, 12:38

MINING COSTS

Alternative minimum tax, 12:12

MIXED USE PROJECTS

Low income housing credit, **7:92** Passive activity losses and credits, **6:113**

MODIFICATION

See index heading CHANGE OR MODIFICATION

MONTHLY CONVENIENCE RULE

Interest deduction, 8:53

MORTGAGE REVENUE BONDS

Pooled investment vehicles, 13:34

MORTGAGES

Bifurcation/wraparound mortgages, **4:86**Cancellation of debt income, mortgage forgive-

ness, 11:42

Interest deduction, mortgage assumptions, 8:55

IRS audit program: compliance, reporting, and penalty provisions, mortgage interest, 17:117 to 17:120

REMICs

generally, 19:1 to 19:34

for detailed treatment see index heading REAL ESTATE MORTGAGE INVESTMENT CONDUITS (REMICs)

Shared appreciation. See index heading SHARED APPRECIATION MORTGAGES (SAMS)

MOVING EXPENSES DEDUCTION

Omnibus Budget Reconciliation Act of 1993, 22:11

MULTIPARTY FINANCING ARRANGEMENTS

Omnibus Budget Reconciliation Act of 1993, 22:48

MULTIPLE ACTIVITIES

Passive activity losses and credits, **6:74**, **6:197**, **6:198**

MULTIPLE CHANGES

Debt-for-debt exchanges, 21:91, 21:92

MULTIPLE PROPERTIES

Dispositions. See index heading dispositions of PROPERTY

MUNICIPAL PLANS

Pooled investment vehicles, 13:38

MURPHY CASE

Securities laws affecting real estate syndications - overview, 2:20

N

NASAA GUIDELINES

Securities laws affecting real estate syndications - overview, 2:73

NATIONAL SECURITIES MARKETS IMPROVEMENT ACT

California rollup legislation, 2:124

NATIVE AMERICANS

Tax-exempt entities, transactions with, 13:67

NATURAL DISASTERS

Deductions, 10:78

NATURAL RESOURCE PROPERTY

Depreciation recapture, 7:14

NEGATIVE CASH FLOW

Deductions, 10:72

NEGATIVE OPINIONS

Ethical standards, 18:11

NEGLIGENCE PENALTY

IRS audit program: compliance, reporting, and penalty provisions, 17:6 to 17:9

NET INVESTMENT INTEREST

Interest deduction, 8:17

NET LEASES

Interest deduction, 8:20 to 8:26

NET OPERATING LOSSES (NOL)

Alternative minimum tax, 12:14

Bankruptcy, 3:35

Compromises and installment agreements, 17:136

IRS audit program: compliance, reporting, and penalty provisions, 17:102

Passive activity losses and credits, 6:101

Taxable corporations, 3:35, 3:36

Taxpayer Relief Act of 1997, 23:18

NEW MARKETS TAX CREDIT

Generally, 7:124

NEW REIT STRUCTURES

Real estate investment trusts, 3:113 to 3:117

NINETY DAY RULE

Interest deduction, 8:34

NINETY-FIVE PERCENT DISTRIBUTION REQUIREMENT

Real estate investment trusts, 3:98

NINETY-FIVE PERCENT INCOME TEST

Real estate investment trusts, 3:91

NINETY PERCENT TEST

Real estate investment trusts. 3:75

NOMINEE CORPORATIONS

Form of ownership, 3:124

NOMINEE REPORTING

IRS audit program: compliance, reporting, and penalty provisions, 17:124 to 17:130

NONCORPORATE TAXPAYERS

Alternative minimum tax

generally, 12:28 to 12:43

for detailed treatment see index heading
ALTERNATIVE MINIMUM TAX

NONDEALER TRANSACTIONS

Dispositions of property, 14:11

NON LIQUIDATING DISTRIBUTION

Taxable corporations, 3:33

NONPASSIVE INCOME

Passive activity losses and credits

generally, 6:63 to 6:68

for detailed treatment see index heading Passive Activity Losses and Credits

NON PORTFOLIO INCOME

Passive activity losses and credits, 6:68

NONPROFIT ACTIVITIES

Deductions

generally, 10:83 to 10:100

see index heading DEDUCTIONS

NON RECOGNITION TRANSACTIONS

Corporations, 3:11

Foreign investment in US real estate: withholding obligations, 16:22

Partnership taxation, 4:282

NONRECOURSE LIABILITIES

Accounting methods, 11:66

Allocations under sections 704 and 752, 21:32, 21:39

Cancellation of indebtedness income - section 108, 21:12

Debt-for-debt exchanges, 21:99

Debt-for-equity exchanges, 21:124

NONRECOURSE LIABILITIES—Cont'd

Debt restructurings, workouts, and bankruptcies of partnerships, 21:150

Interest deduction, 8:6

Partnerships. See index heading Partnership Taxa-

Section 351 (organization) transactions, recourse vs nonrecourse, **3:9**

NON-USRPHC AFFIDAVIT

Foreign investment in US real estate: withholding obligations, 16:21

NOTICE OR KNOWLEDGE

IRS audit program. See index heading IRS AUDIT PROGRAM: COMPLIANCE, REPORTING, AND PENALTY PROVISIONS

Securities laws. See index heading securities LAWS AFFECTING REAL ESTATE SYNDICATIONS - OVERVIEW

Taxpayer Relief Act of 1997, 23:38

Tax shelters, 17:38

Uniform capitalization rules

generally, 10:26 to 10:45

for detailed treatment see index heading UNIFORM CAPITALIZATION RULES

0

OBRA AMENDMENTS

Pooled investment vehicles, 13:46

OBSTRUCTION

Fraud penalty, 17:83

OFFERING STAGE PARTNERSHIPS

Partnership taxation, 4:369

OFFSETS

Unrelated business taxable income (UBTI), 13:25

OFFSETTING ALLOCATION TEST

Partnership taxation, 4:353

OID

See index heading ORIGINAL ISSUE DISCOUNT (OID)

OIL AND GAS

Passive activity losses and credits generally, **6:209 to 6:215**

for detailed treatment see index heading PASSIVE ACTIVITY LOSSES AND CREDITS

Taxpayer Relief Act of 1997, 23:19

OMNIBUS BUDGET RECONCILIATION ACT OF 1993

Generally, 22:1 to 22:59

Accuracy related penalties, 22:45

Alternative minimum tax, 22:3

Amortization of intangibles, 22:24

OMNIBUS BUDGET RECONCILIATION ACT OF 1993—Cont'd

AMT treatment for contributions of appreciated property, **22:16**

Bankruptcy, changes affecting, 22:37 to 22:41

Bonuses, withholding for, 22:22

Business-related provisions, changes affecting, generally, 22:19 to 22:28

CFCs, 22:54

Charitable contributions, changes affecting, generally, 22:16 to 22:19

Club dues deduction, 22:12

Compliance provisions, changes affecting, 22:58, 22:59

Controlled foreign corporations (Subpart B), generally, 22:50 to 22:56

Conversion transactions, 22:5

Corporations, changes affecting, generally, 22:19 to 22:28

Cross-border transactions, changes affecting, generally, **22:45** to **22:57**

Debt-finance income from real estate, 22:35

Debt restructurings, changes affecting, 22:37 to 22:41

Deceased partner, payments to, 22:42

Definitions, 22:6, 22:26

Depreciation of nonresidential real estate, recovery period, 22:32

Disclosure requirements, 22:17, 22:18

Effective dates of CFCs, 22:56

Entertainment expenses deduction, 22:13

Estate tax rates, 22:15

Estimated tax payments, 22:4, 22:20

Exceptions to mark-to-market rules for dealers in securities, 22:27

Excess passive assets, 22:51

Executive compensation deduction, 22:21

Foreign transactions, changes affecting, generally, **22:45** to **22:57**

Gift tax rates. 22:15

Health insurance deduction. 22:14

Individual taxpayers, changes affecting, generally, 22:2 to 22:15

Information reporting, 22:41

Intangibles, amortization of, 22:24

Interest on overpayment of tax, 22:58

Investment incentive provisions, 22:29, 22:30

Investment income defined, 22:6

Lobbying expenses, deduction for, 22:23

Market discount bonds, 22:7

Mark-to-market rules for dealers in securities, 22:25 to 22:28

Moving expenses deduction, 22:11

Multiparty financing arrangements, 22:48

Noncorporate taxpayers, changes affecting, generally, 22:2 to 22:15

OMNIBUS BUDGET RECONCILIATION ACT OF 1993—Cont'd

Overpayment, interest on, 22:58

Partners and partnerships, changes affecting, generally, 22:42 to 22:44

Passive activity rules for real estate, 22:31

Pension trust investment in REITs, 22:33

PFIC rules, 22:54

Portfolio interest, withholding tax exemption for, 22:46

Possession corporation's tax credit, 22:49

Publicly traded partnerships, 22:43

Qualified retirement plans, annual limit on expenses, 22:10

Quid pro quo contributions, disclosure requirements, 22:18

Real estate, changes affecting, generally, 22:31 to 22:36, 22:38

Regular tax rates, 22:2, 22:19

REITs, pension trust investment in, 22:33

Related party guarantee of third party debt, 22:47

Research and experimental expenditures, allocation of, 22:57

Retired partner, payments to, 22:42

Same country exception rule, 22:53

Self-employed health insurance deduction, 22:14

Small businesses, 22:29, 22:30

Stock-for-debt exception, 22:39

Stripped preferred stock, 22:8

Substantially appreciated inventory, 22:44

Substantial understatement penalty, 22:59

Substantiation requirements, 22:17

Supplemental wages, withholding for, 22:22

Title holding companies, 22:34

Travel expenses of spouse, deductions for, 22:9

UBTI, exclusion of gain from, 22:36

ONE HUNDRED HOURS/MOST PARTICIPATION

Passive activity losses and credits, 6:163

ONE PERCENT INTEREST OF GENERAL PARTNERS

Partnership taxation, 4:18

OPERATING COMPANIES

ERISA plan asset regulation, 13:64

OPINION 346 OF ABA

Ethical standards, 18:5 to 18:9

OPTIONAL ONE-TIME RESTATEMENT

Partnership taxation, 4:359

OPTIONS TO PURCHASE

Sale-leaseback transactions, **14:75** Tax-exempt leasing, **15:6**

OREO (OTHER REAL ESTATE OWNED) PROPERTY

Deductions, property held for resale, 10:25

ORIGINAL CIRCULAR 230 AMENDMENTS

Ethical standards, 18:3, 18:4

ORIGINAL ISSUE DISCOUNT (OID)

Generally, 9:1 to 9:21

Allocating OID to an accrual period, 9:8

Applicable federal rate, 9:11

Assumptions, 9:17

Changes made by 1974 Act, generally, 9:3 to 9:21

Contingent payments, 9:12 to 9:16

Debt-for-debt exchanges

generally, 21:94 to 21:102

for detailed treatment see index heading DEBT-FOR-DEBT EXCHANGES

Debt restructurings, workouts, and bankruptcies of partnerships, 21:140

Definitions, 9:4 to 9:9

Determining accrual period, 9:9

Determining original issue discount, 9:10

Exceptions, 9:20

Federal rate, 9:11

Final 1994 regulations, **9:47**, **9:53**

Final regulations on contingent payments, 9:15

Installment obligations, 9:19

Issue price, 9:6

Miscellaneous rules, 9:21

Overview, 9:2

Partnership taxation, 4:231

Passive activity losses and credits, 6:83

Proposed regulations, 9:12 to 9:14

Real estate mortgage investment conduits (REMICs), 9:16, 19:30

Stated redemption price at maturity, 9:5

Variable rate debt instruments, 9:18

Yield to maturity, 9:7

ORIGINAL OPINION 346 OF ABA

Ethical standards, 18:5

OUT-OF-POCKET EXPENSES

Interest deduction, 8:26

OVERPAYMENT

Omnibus Budget Reconciliation Act of 1993, 22:58

P

PARTIAL HOME EQUITY INDEBTEDNESS

Interest deduction, 8:35

PARTIAL OPINIONS

Ethical standards, 18:22

PARTIAL PREPAYMENTS PARTNERSHIP TAXATION—Cont'd Account reduction items, 4:339 Debt-for-debt exchanges, 21:78 Accounts payable, 4:283 PARTIAL SALE DISTORTION Accrued but unpaid items, 4:221, 4:466 Partnership taxation, 4:429 Adjustments PARTNERS AND PARTNERSHIPS capital accounts, 4:358 to 4:366 Accelerated cost recovery system, 7:6 inside basis, 4:161 to 4:164 Advance ruling requirements - revenue procedure Accounting methods. See index heading ACCOUNT-ING METHODS 89-12 At risk rules, 5:16, 5:17 generally, **4:13 to 4:21** Audit provisions centralized management, 4:16 IRS audit program: compliance, reporting, and checklist, 4:20 penalty provisions conditions required of all rulings, 4:17 generally, 17:97 to 17:112 continuity of life characteristic, **4:15** for detailed treatment see index heading IRS free transferability characteristic, 4:16 AUDIT PROGRAM: COMPLIANCE, REPORTING, limited liability characteristic, net worth, 4:14 AND PENALTY PROVISIONS minimum capital, 4:19 Bankruptcy. Debt restructurings, workouts, and one percent interest of general partners, 4:18 bankruptcies, below summary of changes, 4:21 Debt restructurings, workouts, and bankruptcies Aggregation, pre contribution gain or loss, 4:256, generally, 21:1 to 21:171 4:286, 4:287 for detailed treatment see index heading DEBT Allocations RESTRUCTURINGS, WORKOUTS, AND BANKRUPTgenerally, 4:310 to 4:442 CIES OF PARTNERSHIPS Dispositions of property, 14:17 to 14:20 account reduction items, 4:339 Dividend income passed through by RICs, 4:44 adjustments of capital accounts maintenance Foreign investment. See index heading FOREIGN rules, 4:358 to 4:366 INVESTMENT IN US REAL ESTATE: WITHHOLDING alternate economic effect test, generally, 4:322, OBLIGATIONS 4:338 to 4:348 Interest deduction, 8:71 amendments, **4:314**, **4:409** Limited partnerships. See index heading LIMITED amount of partnership minimum gain, PARTNERSHIPS determining, **4:373 to 4:375** Omnibus Budget Reconciliation Act of 1993, applicable cases and rulings, 4:316, 4:318 to 22:42 to 22:44 4:320 Passive activity. See index heading PASSIVE ACTIVbackground to final 1991/1992 regulations, ITY LOSSES AND CREDITS 4:411 to 4:413 Pooled investment vehicles, 13:32, 13:33 book item vs tax items. 4:382 Small partnerships. See index heading SMALL book-tax allocations, 4:365 PARTNERSHIPS book value capital, 4:325 **Taxation** calculating income reduction items, 4:346 generally, 4:1 to 4:466 capital accounts, generally, 4:324, 4:355 to for detailed treatment see index heading 4:366, 4:391, 4:430 PARTNERSHIP TAXATION case law and rulings, 4:316 Tax-exempt bond partnerships, 13:33 chargebacks. Minimum gain chargebacks, Tax-exempt leasing. See index heading TAXbelow in this group EXEMPT LEASING clarification of partners' interest in partnership, Taxpayer Relief Act of 1997 4:323 generally, 23:20 to 23:26 contributions repaying debt, 4:423 for detailed treatment see index heading debt, deductions attributable to, generally, TAXPAYER RELIEF ACT OF 1997 4:370 to 4:395 Tax shelters, partnership straddles, 17:80 deficit repayment obligations, 4:332 to 4:334, Unrelated business taxable income (UBTI), 13:12 4:381, 4:440 Workouts. Debt restructurings, workouts, and deficit restoration obligations, qualified income bankruptcies, above effect, 4:427 PARTNERSHIP TAXATION definitions, 4:400, 4:412 Generally, 4:1 to 4:466 depreciation recapture, 4:442

PARTNERSHIP TAXATION—Cont'd	PARTNERSHIP TAXATION—Cont'd
Allocations—Cont'd	Allocations—Cont'd
detailed analysis	minimum gain chargebacks—Cont'd
final 704(B) regulations, generally, 4:327 to	final 1991/1992 regulations, 4:413
4:431 final 1991 regulations, generally, 4:417 to 4:431	mandatory chargebacks and exceptions, detailed analysis, generally, 4:418 to 4:425
determining existence of nonrecourse liabilities, generally, 4:372 to 4:376	nonrecourse deduction allocation tests, 4:383
drafting minimum gain chargeback, 4:388 economic effect equivalence, 4:337	partner funded or guaranteed liabilities, 4:392
economic effect of regulations of 1995, 4:311	regulations of 1988, 4:402 to 4:404
economic risk of loss, 4:399	sample provisions, 4:431
effective dates	miscellaneous allocation rules, 4:441, 4:442
chart/sections 752 and 704(b), 4:433	net decrease in minimum gain, 4:419
final 704(B) regulations, 4:328	new investors, admission of, 4:361
final 1991 regulations, 4:414 regulations of 1988, 4:401, 4:407	newly required minimum gain chargebacks, 4:415
executive summary of final 704(B) regulations concerning economic effect, generally,	new partnerships, impact of final regulations on, 4:367 to 4:369
4:321 to 4:326	nonrecourse regulations
expansion of chargeback requirement, 4:425	debt regulations of 1986, 4:312
fair market value capital accounts, 4:358 to	deduction allocation tests, 4:378 to 4:383
4:366, 4:376	deductions, generally, 4:377
final 704(B) regulations concerning economic effect, generally, 4:321 to 4:433	determining existence of liabilities, 4:372 to 4:376
final 1991/1992 regulations, generally, 4:410 to 4:433	final 1991/1992 regulations, 4:413
final debt regulations, 4:315	significant features, 4:371
final nonrecourse regulations, 4:344	offering stage partnerships, 4:369
fully subscribed partnerships, 4:368	offsetting allocation test, 4:353
funded or guaranteed liabilities, 4:390 to 4:392	open issues under alternate economic effect
grandfathered related party debt, exemption	test, 4:345 to 4:348
for, 4:426	optional one-time restatement, 4:359
historical background, 4:317	other changes made to final regulations, 4:396
income and gain items comprising minimum	overview, 4:310 to 4:317
gain chargeback, 4:387	partial sale distortion, protection from, 4:429
installment sales, 4:363	partner loan chargebacks, 4:392 , 4:404 partner's interests in partnership test, 4:349
interplay with interests in partnership test,	planning techniques, 4:428 to 4:431
4:348 investment in nonbasis items, 4:343	present value test, 4:352
investment tax credit, 4:434	primary economic effect test, 4:331 to 4:336
IRS discretionary waiver, 4:424	prior law, 4:311 to 4:316
liquidation, 4:335, 4:362, 4:363	promissory notes, deficit repayment obligation,
loan minimum gain chargeback, 4:392	4:333
mandatory chargebacks, 4:403	purchase of interest, 4:336
mandatory market value adjustment, 4:364 to	qualified income offset, 4:340 , 4:347
4:366	reallocation examples, 4:350
market value adjustment, 4:364 to 4:366	recourse, nonrecourse debt becoming, 4:421
minimum gain	recourse debt becoming nonrecourse, 4:422
generally, 4:341 to 4:344	refinancing problem cured, 4:389 , 4:405
chargebacks. Minimum gain chargebacks,	regulations of 1988, generally, 4:397 to 4:408
below in this group	related party guarantees, deficit repayment
decreases, generally, 4:384 to 4:389	obligation, 4:334
minimum gain chargebacks	related persons, loans by, 4:398 to 4:401
decreases in minimum gain, 4:387, 4:388	relevance of prior law, 4:311 to 4:316

PARTNERSHIP TAXATION—Cont'd	PARTNERSHIP TAXATION—Cont'd
Allocations—Cont'd	Basis—Cont'd
required language for all partnership agree-	inside basis, 4:53 , 4:161 to 4:164
ments, 4:416	outside basis
retroactive allocation of deductions, 4:437 to	generally, 4:54 to 4:58
4:440	death, effect of, 4:57
retroactive vs prospective treatment, 4:395	debt in outside basis, above
revaluations, 4:386, 4:420	elements, 4:54
risk of loss, 4:399 safe harbor, 4:354	loss limitation, 4:55
sample QIO/minimum gain chargeback	resyndication of partnership interests, 4:455
clauses, 4:408	section 351 contributions, 4:58
sample qualified income offset, 4:431	tacking of holding period, 4:56
significant features of final nonrecourse regula-	overview, 4:52, 4:53
tions, 4:371	pre contribution gain or loss, 4:268, 4:297
significant item consistency requirement,	section 708 termination, 4:163
4:380 to 4:382	section 732(d) election, 4:164
staged admissions, 4:342	section 754 election, 4:162
substantial economic effect	Bifurcation/wraparound mortgages, 4:86
generally, 4:329 to 4:354	Book item vs tax items, 4:382
flow chart, 4:432	Book-tax allocations, 4:365
substantiality, 4:351 to 4:354	Book value capital, 4:325
summary of changes, final 704(B) regulations,	Built-in gain or loss, 4:238
4:327	Business considerations, 4:2
tax planning under final nonrecourse regula-	Calculating income reduction items, 4:346
tions, 4:393 , 4:394	Campbell decisions, 4:189 to 4:194
temporary regulations of 1988, 4:313	Capital accounts
tiered partnerships, 4:406 , 4:439 total payments between section 736(a) and	allocations, above
736(b), 4:170	maintenance rules, 4:324, 4:355 to 4:366
varying interest rule, 4:438	partner funded liabilities, 4:391
voiding of qualified allocations by qualified	savings clause, 4:430
income offset, 4:347	Capital contribution, obligation to make, 4:69 to
waiver by IRS, 4:424	4:71
Alternate economic effect test	Capital interest vs profits interest, 4:194
generally, 4:322, 4:338 to 4:348	Case law and rulings, 4:316
allocations, above	Ceiling rule issues, 4:236 , 4:260 to 4:262 , 4:274
Amendments, 4:314, 4:409	Centralized management, 4:16
Amount of partnership minimum gain, determin-	Chargebacks. Allocations, above
ing, 4:373 to 4:375	Chart of section 704(b), 4:119
Anti abuse rule	"Check the box" - 1996 final regulations, 4:10
association versus partnership, 4:11	Clarification of partners' interest in partnership,
debt in outside basis, 4:110, 4:126, 4:139,	4:323
4:148	Closely-held businesses, 4:8
pre contribution gain or loss, 4:254, 4:279,	Closing of partnership year, 4:172
4:300	Compensating service partners, transactions
Applicable cases and rulings, 4:316, 4:318 to	between
4:320	generally, 4:181 to 4:194
Association versus partnership, 4:9 to 4:11	Campbell decisions, 4:189 to 4:194
Background to final 1991/1992 regulations, 4:411	capital interest vs profits interest, 4:194
to 4:413	compensation, partnership interest as, 4:182
"Bad boy" clauses, 4:80	court of appeal analysis of Campbell, 4:192
Basis	current income inclusion, benefits of, 4:183
generally, 4:52 to 4:164	legislative history, 4:186 , 4:187
adjustments to inside basis, 4:161 to 4:164	management fee as guaranteed payments,
debt in outside basis, below	4:185

PARTNERSHIP TAXATION—Cont'd	PARTNERSHIP TAXATION—Cont'd
Compensating service partners, transactions	Debt in outside basis—Cont'd
between—Cont'd	disguised guarantees, 4:81 to 4:85
property, payments to partners for, 4:186 to	economic risk of loss, 4:68 to 4:74
4:188	effective date and transition rules
receipt of an interest as taxable event, 4:191	generally, 4:93 to 4:102
services, payments to partners for, 4:186 to 4:188	direct partner loans and guarantees, 4:98 to
valuation issue of Campbell, 4:193	4:102 elections, 4:109
valuation issues, 4:184	grandfathered loan basis, 4:95
Compensation, partnership interest as, 4:182	modifying pre-January 30, 1989 related
Congressional reaction, 4:62	person loans, 4:97
Consistency requirement, 4:280	nonrecourse characterization, effect of, 4:96
Construction completion guarantees, 4:84	November 1989 amendments, 4:103 to
Contingent indemnification agreements, 4:79	4:107
Contingent purchase price, 4:159	post-February 29,1984 loans, 4:99
Continuing partners, recognition of gain by,	pre-March 1,1984 loans, 4:100 to 4:102
4:168 Continuity of life characteristic, 4:15	related person loans, 4:94 to 4:97
Contributions, 4:47, 4:263 to 4:265, 4:423	reproposed section 752 regulations, below elections
Corporate general partners, 4:12	final regulations under section 752, 4:150 ,
Court of appeal analysis of Campbell, 4:192	4:152, 4:155, 4:156
Criteria for characterization as sale or liquidation,	reproposed section 752 regulations, 4:117 ,
4:174	4:120, 4:123, 4:124
Cross references to post-1987 Act developments,	equity interests, 4:160
4:5	final regulations under section 752
Curative allocations. Pre contribution gain or	generally, 4:133 to 4:158
loss, below	alternative elections, 4:156
Current income inclusion, benefits of, 4:183	anti abuse rule, 4:139, 4:148
Dealer property, 4:269	background, 4:133
Debt, deductions attributable to, generally, 4:370 to 4:395	conclusion, 4:158
Debt in outside basis	deficit capital account restoration obligations, 4:138 , 4:147
generally, 4:59 to 4:160	de minimis rule, 4:135, 4:143
anti abuse rule, 4:110 , 4:126 , 4:139 , 4:148	detailed analysis, generally, 4:142 to 4:148
"bad boy" clauses, 4:80	effective dates, 4:140, 4:141, 4:149 to 4:157
bifurcation/wraparound mortgages, 4:86	elections, 4:150, 4:152, 4:155, 4:156
capital contribution, obligation to make, 4:69	interest guarantees, 4:136 , 4:144
to 4:71	layering rules, 4:155
chart of section 704(b), 4:119	material modification, 4:157
Congressional reaction, 4:62	nonrecourse liabilities, partners' share of,
construction completion guarantees, 4:84	4:134, 4:142
contingent indemnification agreements, 4:79	pledged or contributed property, 4:137,
contingent purchase price, 4:159	4:145, 4:146
December 1988 regulations, generally, 4:63 to 4:102	section 708 deemed termination, 4:151 , 4:154
deferred payments, 4:73	summary of changes, 4:134 to 4:141
deficit capital account restoration obligations, 4:138, 4:147	temporary regulations, 4:141 , 4:152 to 4:154
deficit restoration obligation, 4:74	ten percent de minimis rule, 4:135, 4:143
definition of related person, 4:66, 4:105	transition rule, 4:152
de minimis rule, 4:107, 4:113, 4:129, 4:135,	grandfathered loan basis, 4:95
4:143	guarantees, 4:72
detailed analysis, generally, 4:116 to 4:131	interest guarantee rule, 4:106
direct partner loans and guarantees, 4:98 to 4:102	interest guarantees, 4:85 , 4:111 , 4:127 , 4:136 , 4:144

PARTNERSHIP TAXATION—Cont'd	PARTNERSHIP TAXATION—Cont'd
Debt in outside basis—Cont'd	Debt in outside basis—Cont'd
layering rules, 4:123 , 4:155	reproposed section 752 regulations
limited partnership, obligation to make capital	generally, 4:108 to 4:132
contribution, 4:71	alternative elections, 4:124
master lease arrangements, 4:82	anti abuse rule, 4:110 , 4:126
material modification, 4:125 to 4:131 , 4:157	background, 4:108
minimum gain basis layering, 4:88	chart of section 704(b), 4:119
modifying pre-January 30, 1989 related person	conclusion, 4:132
loans, 4:97	de minimis exception, 4:113 , 4:129
net worth of guarantor, 4:78	detailed analysis, generally, 4:116 to 4:131
nonrecourse liabilities	effective dates, generally, 4:109 , 4:116 to 4:131
characterization, effect of, 4:96	elections, 4:117 , 4:120 , 4:123 , 4:124
December 1988 regulations, 4:87 to 4:90	interest guarantees, 4:111 , 4:127
loans, 4:75	layering rules, 4:123
partners' shares of, 4:130, 4:134, 4:142	material modification of debt, effect of,
reproposed section 752 regulations, 4:114 November 1989 amendments, 4:103 to 4:107	4:125 to 4:131
participating mortgages, 4:160	nonrecourse liabilities, share of, 4:114,
pledged property	4:130
assets or interests, 4:76, 4:77	pledged property, valuation of, 4:112, 4:128
contributed or pledged property, 4:137 ,	risk of loss, DRO as creating, 4:115, 4:131
4:145, 4:146	section 708 deemed termination, 4:118 ,
valuation of, 4:112, 4:128	4:122
post-February 29,1984 loans, 4:99	summary of changes, 4:109 to 4:115 temporary regulations, 4:120 to 4:122
pre-1989 regulations, 4:60	ten percent de minimis exception, 4:113 ,
pre-March 1,1984 loans, 4:100 to 4:102	4:129
prior law, 4:59 to 4:62	transition rule, 4:121
Raphan, 4:61	residual basis layering, 4:90
recourse liabilities	risk of loss, DRO as creating, 4:115 , 4:131
generally, 4:65 to 4:86	section 704(c) basis layering, 4:89
"bad boy" clauses, 4:80	section 708 deemed termination, 4:118, 4:122,
bifurcation/wraparound mortgages, 4:86	4:151, 4:154
capital contribution, obligation to make,	shifts between recourse and nonrecourse debt,
4:69 to 4:71	4:91
construction completion guarantees, 4:84	stacking, 4:87 to 4:90 subrogation, 4:72
contingent indemnification agreements, 4:79	summary of changes, 4:109 to 4:115, 4:134 to
deferred payments, 4:73	4:141
deficit restoration obligation, 4:74	temporary regulations, 4:120 to 4:122, 4:141 ,
definition of related person, 4:66	4:152 to 4:154
disguised guarantees, 4:81 to 4:85	tenant equity participation, 4:83
economic risk of loss, 4:68 to 4:74	ten percent de minimis exception, 4:113, 4:129
guarantees, 4:72	ten percent de minimis rule, 4:135, 4:143
interest, guarantees of, 4:85	tiered partnerships, 4:92
limited partnership, obligation to make	transition rules. Effective date and transition
capital contribution, 4:71	rules, above in this group
master lease arrangements, 4:82	zero value liquidation test, 4:67
net worth of guarantor, 4:78	Deceased partner, estate tax consequences for,
nonrecourse loans, 4:75	4:175, 4:176
pledge of assets or interests, 4:76 , 4:77	Deferral
subrogation, 4:72	compensation 4.188
tenant equity participation, 4:83 zero value liquidation test, 4:67	compensation, 4:188 debt in outside basis, 4:73
related person loans, 4:94 to 4:97	interest payments, 4:452
refated person foalis, 4:94 to 4:97	interest payments, 4:452

PARTNERSHIP TAXATION—Cont'd	PARTNERSHIP TAXATION—Cont'd
Deferral—Cont'd	Disguised sales—Cont'd
ordinary income, 4:171	section 707(a)(2)(B), generally, 4:196
pre contribution gain or loss, below	special allocation of imputed interest deduction
Deficit capital account restoration obligations,	required, 4:203
4:138, 4:147	summary of changes, 4:216 to 4:231
Deficit repayment obligations, 4:332 to 4:334 ,	terminations of section 707(b)(1)(B), 4:217
4:381, 4:440	tiered partnerships, 4:228
Deficit restoration obligations, 4:74 , 4:427	trade payables, 4:225
Definitions, 4:66, 4:105, 4:400, 4:412	2004 proposed regulations, 4:199
De minimis rule	2014 proposed regulations, 4:200
debt in outside basis, 4:107, 4:113, 4:129, 4:135, 4:143	value rule in multiple property contributions, 4:218
pre contribution gain or loss, 4:255	Distortions, pre contribution gain or loss, 4:261 ,
Depreciation recapture, 4:442	4:289
Determining existence of nonrecourse liabilities,	Distributions
generally, 4:372 to 4:376	generally, 4:48 to 4:51
Direct partner loans and guarantees, 4:98 to	disguised sales, 4:206 , 4:213
4:102	pre contribution gain or loss, 4:270, 4:271
Discharge of indebtedness, 4:463 to 4:466	Distributive share of income and loss, 4:44
Disclosure, disguised sales, 4:214, 4:229	Drafting minimum gain chargeback, 4:388
Disguised guarantees, 4:81 to 4:85	Economic effect equivalence, 4:337
Disguised sales	Economic effect of regulations of 1995, 4:311
generally, 4:195 to 4:231	Economic risk of loss, 4:68 to 4:74, 4:399
accrued but unpaid items, 4:221	Effective dates
background, 4:195 , 4:196	allocations, above
disclosure, 4:214 , 4:229	debt in outside basis, above
distribution of operating cash flow, 4:206	disguised sales, 4:215 , 4:230
distribution of post-contribution financing	pre contribution gain or loss, 4:258
proceeds, 4:213	Elections
effective dates, 4:215, 4:230	debt in outside basis, above
effect of characterization as, 4:201 to 4:203 guaranteed payments for capital and preferred	large partnerships (ELPs), electing, 4:6
returns, presumptions, 4:205	partnership provisions, electing out of, 4:4
liabilities, treatment of, generally, 4:208 to	Equity interests, debt in outside basis, 4:160
4:213	Estate tax consequences for deceased partner, 4:175, 4:176
net cash flow definition, 4:219	Exceptions and special rules, pre contribution
netting of qualified and non qualified liabilities, 4:226	gain or loss, 4:254 to 4:259
non qualified liabilities, 4:210 to 4:212	Exchanges of partnership interest, 4:167
nonrecourse liabilities, 4:212, 4:224	Executive summary of final 704(B) regulations
OID sale problem, 4:231	concerning economic effect, generally,
pre contribution borrowings, generally, 4:223	4:321 to 4:326
to 4:228	Expansion of chargeback requirement, 4:425 Fair market value capital accounts, 4:358 to
preformation expenditures, 4:222	4:366, 4:376
present value rule, 4:202	Final 704(B) regulations concerning economic
presumptions, 4:204 to 4:207	effect, generally, 4:321 to 4:433
prior law, 4:195	Final 1991/1992 regulations, generally, 4:410 to
proposed and final regulations, generally,	4:433
4:197 to 4:203	Final debt regulations, 4:315
"qualified liabilities," 4:209	Final nonrecourse regulations, 4:344
reasonable preferred returns, 4:220	Final regulations under section 752
recourse liabilities, 4:211	Five year distribution rule, 4:308
refinancing, 4:227	Foreign partnerships, 4:7
reimbursement of preformation expenditures, 4:207	Forfeiture termination, tax consequences, 4:177 , 4:178

PARTNERSHIP TAXATION—Cont'd	PARTNERSHIP TAXATION—Cont'd
Free transferability characteristic, advance ruling	Liquidation of partnership interest—Cont'd
requirements - revenue procedure 89-12,	final 704(B) regulations, 4:335 , 4:362 , 4:363
4:16	forfeiture termination, tax consequences,
Fully subscribed partnerships, 4:368	4:177, 4:178
Funded or guaranteed liabilities, 4:390 to 4:392	income in respect of a decedent, 4:176
Gain allocation on sale, pre contribution gain or	pre contribution gain or loss, 4:244
loss, 4:243	recap of differing income tax consequences of
Grandfathered provisions	sale and liquidation, 4:173
debt in outside basis, 4:95	recognition of gain, 4:168 to 4:171
related party debt, exemption for, 4:426	retiring partners, recognition of gain by, 4:169
Guaranteed payments for capital and preferred	to 4:171
returns, presumptions, 4:205	Loan minimum gain chargeback, 4:392
Guarantees, debt in outside basis, 4:72	Low income housing, resyndication of partner-
Income and gain items comprising minimum gain	ship interests, 4:459
chargeback, 4:387	Management fee as guaranteed payments, 4:185
Income in respect of a decedent, 4:176	Mandatory chargebacks, 4:403
Inside basis	Mandatory market value adjustment, 4:364 to
generally, 4:53, 4:161 to 4:164	4:366
resyndication of partnership interests, 4:454	Market value adjustment, 4:364 to 4:366
Insolvency of partnership, discharge of indebted-	Master lease arrangements, 4:82
ness on, 4:464	Material modification, debt in outside basis,
Installment sales, 4:363	4:125 to 4:131, 4:157
Intangible property distributions, 4:51	Mergers and acquisitions, 4:179
Interest. Debt in outside basis, above	Minimum gain
Interests of partnership, resyndication of, 4:456 ,	allocations, above
4:460	debt in outside basis, 4:88
Interplay with interests in partnership test, 4:348	Miscellaneous allocation rules, 4:441 , 4:442
Investment in nonbasis items, 4:343	Net cash flow definition, 4:219
Investment tax credit, 4:434 to 4:436	Net decrease in minimum gain, 4:419
IRS discretionary waiver, 4:424	Netting of qualified and non qualified liabilities,
IRS request for comments, pre contribution gain	4:226
or loss, 4:259	Net worth of guarantor, 4:78
Layering rules, 4:123 , 4:155	New investors, admission of, 4:361
Liabilities, treatment of, generally, 4:208 to 4:213	Newly required minimum gain chargebacks, 4:415
Limited liability companies	New partnerships, impact of final regulations on,
generally, 4:22 to 4:43	4:367 to 4:369
for detailed treatment see index heading LIMITED LIABILITY COMPANIES	Non qualified liabilities, disguised sales, 4:210 to 4:212
Limited partnership, obligation to make capital	Non recognition transactions, 4:282
contribution, 4:71	Nonrecourse liabilities allocations, above
Liquidation of partnership interest	debt in outside basis, above
generally, 4:168 to 4:178	disguised sales, 4:212, 4:224
allocation of total payments between section 736(a) and 736(b), 4:170	pre contribution gain or loss, 4:301
closing of partnership year, 4:172	November 1989 amendments, debt in outside
continuing partners, recognition of gain by,	basis, 4:103 to 4:107
4:168	Offering stage partnerships, 4:369
criteria for characterization as sale or liquida-	Offsetting allocation test, 4:353
tion, 4:174	OID sale problem, 4:231
deceased partner, estate tax consequences for,	One percent interest of general partners, 4:18
4:175, 4:176	Open issues under alternate economic effect test,
deferral of ordinary income, 4:171	4:345 to 4:348
estate tax consequences for deceased partner,	Optional one-time restatement, 4:359
4:175, 4:176	Other changes made to final regulations, 4:396

PARTNERSHIP TAXATION—Cont'd	PARTNERSHIP TAXATION—Cont'd
Outside basis. Basis, above	Pre contribution gain or loss—Cont'd
Overview, 4:1 , 4:310 to 4:317	non recognition transactions, 4:282
Partial sale distortion, protection from, 4:429	nonrecourse liability rules, 4:301
Partner loan chargebacks, 4:392, 4:404	overview, 4:232
Partner's interests in partnership test, 4:349	pre-1984 Act law, 4:233
Pitfalls, 4:3	proposed 1992 regulations, generally, 4:235 to
Planning techniques, 4:428 to 4:431	4:271
Pledged property. Debt in outside basis, above	proposed 1995 regulations, 4:304
Pre contribution gain or loss	reasonable curative allocations, 4:247
generally, 4:232 to 4:309	reasonable methods, 4:239 , 4:275 to 4:278
accounts payable, 4:283	remedial allocation method, generally, 4:278 , 4:296 to 4:302
aggregation, 4:256 , 4:286 , 4:287	
amount of curative allocation permitted, 4:291	securities partnership aggregation, 4:287
amount of remedial allocation, 4:298	small disparities, 4:285 tax depreciation allocations, 4:242
anti abuse rule, 4:254 , 4:279 , 4:300	tax planning opportunities, 4:242
applicable property, 4:237	tiered partnerships, 4:257, 4:284
background to 1993 regulations, 4:273 , 4:274	timing of curative allocation, 4:292
basis bifurcation, 4:268 , 4:297	traditional method, generally, 4:240 to 4:245 ,
built-in gain or loss, 4:238	4:276, 4:277
ceiling rule issues, 4:236 , 4:260 to 4:262 ,	traditional method vs deferred sale method,
4:274	4:267
character of deferred sale or gain, 4:252	transferees, effect on, 4:281
comparison of methods, 4:302 conclusion, 4:303	triggering rules, 4:250 , 4:251 , 4:270 , 4:271
consistency requirement, 4:280	type of curative allocation, 4:293
contributions of multiple properties, 4:263 to	type of income, remedial allocation, 4:299
4:265	unreasonable curative allocations, 4:248
curative allocations	unreasonable use of traditional method, 4:245
ceiling rule issues, 4:262	Preformation expenditures, 4:222
final 1993 section 704(c) regulations, 4:288	Present value rule, 4:202 , 4:352
to 4:295	Presumptions, disguised sales, 4:204 to 4:207
reasonable method, 4:277	Primary economic effect test, 4:331 to 4:336
traditional method, 4:246 to 4:248	Prior law, 4:311 to 4:316
current law, 4:234	Promissory notes, deficit repayment obligation,
dealer property, 4:269	4:333
deferred sale method issues, generally, 4:249	Property, payments to partners for, 4:186 to
to 4:253, 4:266 to 4:271	4:188
de minimis rule, 4:25 5	Purchase of interest, 4:336
disguised sales, 4:223 to 4:228	Qualified income offset, 4:340, 4:347
distortions, 4:261 , 4:289	"Qualified liabilities," 4:209
distributions to contributing partner, 4:309	Raphan, debt in outside basis, 4:61
distribution triggering rules, 4:270 , 4:271	Reallocation examples, 4:350
drafting of curative allocation, 4:294	Reasonable methods, pre contribution gain or
effective date, 4:258	loss, 4:239, 4:275 to 4:278
exceptions and special rules, 4:254 to 4:259	Reasonable preferred returns, disguised sales, 4:220
final 1993 regulations, generally, 4:272 to	Recap of differing income tax consequences of
4:303	sale and liquidation, 4:173
final 1995 regulations, 4:305 to 4:307	Receipt of an interest as taxable event, 4:191
five year distribution rule, 4:308	Recognition of gain, 4:168 to 4:171
gain allocation on sale, 4:243	Recourse liabilities
IRS request for comments, 4:259	debt in outside basis, above
liquidation of partnership, 4:244	disguised sales, 4:211
multiple properties, contributions of, 4:263 to	nonrecourse debt becoming, 4:421
4:265	Refinancing, 4:227, 4:389, 4:405

PARTNERSHIP TAXATION—Cont'd Regulations of 1988, generally, 4:397 to 4:408	PARTNERSHIP TAXATION—Cont'd Sample QIO/minimum gain chargeback clauses,
Reimbursement of preformation expenditures,	4:408
4:207	Sample qualified income offset, 4:431
REIT foreclosures, discharge of indebtedness on,	S corporations distinction from, 3:47
4:465	Section 83 election, 4:187
Related party guarantees, deficit repayment	Section 409A, deferred compensation, 4:188
obligation, 4:334 Related person loans, 4:94 to 4:97, 4:398 to	Section 704(C). Pre contribution gain or loss, above
4:401	Section 704(c) basis layering, 4:89
Relevance of prior law, 4:311 to 4:316	Section 707(a)(2)(B), generally, 4:196
Remedial allocation method. Pre contribution gain or loss, above	Section 708 deemed termination, 4:118 , 4:122 , 4:151 , 4:154
Reporting requirements, foreign partnerships, 4:7	Section 708 termination, 4:163 , 4:458
Reproposed section 752 regulations. Debt in	Section 732(d) election, 4:164
outside basis, above	Section 754 election, 4:162 , 4:457
Required language for all partnership agreements, 4:416	Services, payments to partners for, 4:186 to 4:188
Residual basis layering, 4:90	Shifts between recourse and nonrecourse debt,
Resyndication of partnership interests	4:91
generally, 4:444 to 4:462	Significant features of final nonrecourse regula-
basis step-up, 4:456 to 4:459	tions, 4:371
cash payment at closing, 4:448, 4:449	Significant item consistency requirement, 4:380
deferral of interest payments, 4:452	to 4:382
format, 4:444 to 4:447	Small disparities, pre contribution gain or loss, 4:285
form of entity, 4:446	Small partnerships, 4:8
inside basis, debt in, 4:454	Special allocation of imputed interest deduction
interest purchase, 4:456 , 4:460	required, 4:203
low income housing, 4:459	Stacking, debt in outside basis, 4:87 to 4:90
outside basis, debt in, 4:455	Staged admissions, 4:342
overview, 4:444	Status of partnership, generally, 4:9 to 4:43
participating mortgages, 4:450	Subchapter K, generally, 4:44 to 4:179
preexisting liabilities, 4:460	Subrogation, debt in outside basis, 4:72
retroactive allocation of deductions, 4:461 , 4:462	Substantial economic effect. Allocations, above Substantiality, 4:351 to 4:354
section 708 termination, 4:458	Summary of changes, final 704(B) regulations,
section 754 election, 4:457	4:327
seller and buyer objectives, generally, 4:448 to	Taxable year, 4:45
4:462	Tax depreciation allocations, 4:242
tiered partnerships, 4:447	Tax planning, 4:295 , 4:393 , 4:394
tiered partnerships, retroactive allocation of	Temporary regulations
deductions, 4:462	debt in outside basis, 4:120 to 4:122, 4:141,
types of resyndications, 4:445	4:152 to 4:154
wraparound mortgages, 4:451	regulations of 1988, 4:313
Retiring partners, recognition of gain by, 4:169 to 4:171	Tenant equity participation, 4:83
Retroactive allocation of deductions	Ten percent de minimis rule, 4:113 , 4:129 , 4:135
generally, 4:437 to 4:440	4:143 Termination of partnership, 4:46
resyndication of partnership interests, 4:461 , 4:462	Terminations of section 707(b)(1)(B), 4:217
Retroactive vs prospective treatment, 4:395	Tiered partnerships
Revaluations, 4:386, 4:420	debt in outside basis, 4:92
Risk of loss, 4:68 to 4:74 , 4:115 , 4:131 , 4:399	disguised sales, 4:228
Safe harbor, 4:354	final regulations of 1991/1992, 4:439
Sales of partnership interest, 4:166	foreign investment in US real estate: withhold- ing obligations, 16:16

tion, change in status, 6:40

PASSIVE ACTIVITY LOSSES AND CREDITS PARTNERSHIP TAXATION—Cont'd Tiered partnerships—Cont'd -Cont'd pre contribution gain or loss, 4:257, 4:284 Aggregation and integration regulations of 1988, 4:406 generally, 6:226 to 6:237 resyndication of partnership interests, 4:447, aggregation, generally, 6:227 to 6:231 4:462 common control, 6:234, 6:236 tax shelters, 17:59 integration, generally, 6:232 to 6:234 two-tier partnerships, Investment Company lines of business, 6:230 Act of 1940, **2:78** overview. 6:226 unrelated business taxable income (UBTI), professional service undertakings, aggregation 13:27 of, 6:235 to 6:237 Timing of curative allocation, **4:292** same interests, control by, **6:228** Trade payables, disguised sales, 4:225 significant interests, 6:237 Traditional method, pre contribution gain or loss, similar undertakings, 6:229 above, 4:276 trade or business activities, 6:233 Transactions between partners and partnership, vertical integration, 6:231 generally, 4:180 to 4:309 Alternative minimum tax, 6:118, 12:8 Transfers of partnership interest, 4:165 to 4:167 Alternative tests. Material participation defined, Transition rules. Debt in outside basis, above below Triggering rules, pre contribution gain or loss, Amendments to 1988 regulation 4:250, 4:251, 4:270, 4:271 generally, **6:246 to 6:253** Two-tier partnerships, Investment Company Act carryover of disallowed deductions, 6:249 of 1940, **2:78** dealer property, 6:251 Unreasonable curative allocations, 4:248 disposition of property, 6:250 Unreasonable use of traditional method, 4:245 liquidation of partnership interest, 6:252 Value and valuation, 4:184, 4:193, 4:218 material participation rule, 6:253 Varying interest rule, 4:438 partnership interest, liquidation of, **6:252** rental activity, 6:248 Voiding of qualified allocations by qualified income offset, 4:347 self-developed property recharacterization rule, 6:247 Waiver by IRS, 4:424 Analysis of passive loss rules, generally, 6:13 to Wraparound mortgages, 4:451 6:122 Zero value liquidation test, 4:67 Applicability of rules to taxpayer, determining, PART TIME RENTALS 6:14 to 6:19 Apportioning suspended losses, 6:57 Deductions, 10:100 At risk rules, 5:18 PASSIVE ACTIVITY LOSSES AND CREDITS Borrowing to make self-charged loans, 6:73 Generally, **6:1 to 6:268** Brother-sister passthrough entity loans, 6:79 ABA passive loss comments Business. Trade or business, below generally, 6:140 to 6:146 Capitalized interest, **6:80** C corporation electing S corporation status, Carry forwards, **6:44**, **6:45** 6:143 Carryover of disallowed deductions, 6:249 consolidated returns, 6:144 Casualty losses, exemption for, **6:255** liquidations, 6:141 C corporations. Closely held C corporations, PALs as corporate attributes, **6:142** below personal service corporations, 6:145 Certification requirement for low-income housing, **6:109** S corporation status, C corporation electing, 6:143 Change or modification amendments, above working capital reserves, 6:146 Active participation requirement. Rental real determining applicability or rules, change in estate activities \$25,000 exemption status, 6:19 Activities as passive activities, determination of, limited liability status, 6:214 generally, 6:20 to 6:43 rental real estate activities \$25,000 exemption, Adjusted gross income (AGI) phase-out, 6:93 change in involvement, **6:100** Affiliated corporations filing consolidated trade or business with no material participa-

returns, **6:216**

PASSIVE ACTIVITY LOSSES AND CREDITS —Cont'd	PASSIVE ACTIVITY LOSSES AND CREDITS —Cont'd
Characterization rules	Control by same interests, 6:228
generally, 6:179 to 6:208	Coordination of PACs with other credit limita-
dealer investment property, 6:181	tions, 6:62
deemed sale rule, 6:202	Corporations
fiscal year entities, 6:207	closely held C corporations, above
income recharacterization rules, 6:188 to	material participation by, 6:36
6:193	S corporations, below
installment sales pre-1987, 6:200	structuring considerations, 6:125
lending business/equity financed lending rule,	Cumulative return, 6:136
6:193	Dealers, 6:25 , 6:181 , 6:251
licensing by passthrough entity, 6:186	Deduction equivalence, 6:103
limited partners, 6:208	Deemed sale rule, 6:202
multiple activities, 6:197 , 6:198	Deferring deduction of losses, 6:5
non-depreciable property rents, 6:192	Definitions
overview, 6:179	generally, 6:150 to 6:178
owner development services, 6:187	material participation defined, below
partners, generally, 6:201 to 6:208	rental activity defined, below
portfolio and service income, 6:180 to 6:183	third installment of IRS passive loss regula-
preferred and guaranteed returns, 6:194	tions, 6:257
rental of self-developed property, 6:190	trade or business, 6:31 , 6:158
retirement payments and distributions, 6:183 ,	Disallowance of credit, low-income housing,
6:206	6:112
royalties from intangibles, 6:185 to 6:187	Disposition of property
sales	amendments to 1988 regulation, 6:250
interest by partners and S corporation	passive activity losses (PALs), 6:50 to 6:58
shareholders, generally, 6:201 to 6:205	third installment of IRS passive loss regula-
passive activity, 6:196 to 6:199	tions, 6:264
S corporation shareholders, generally, 6:201 to	Distribution guaranty vs guaranteed profit, 6:139
6:208	Effective dates and transitional rules
self-acquired property, 6:191	characterization rules, 6:204
significant participation activities, 6:189	passive loss regulations, 6:217
special disposition rules, 6:195 to 6:200	second installment of IRS passive loss regula-
substantially appreciated interest in property,	tions, 6:245
6:199	self-charged interest, 6:84
ten percent rule, 6:203	Election or option, 6:22 , 6:82 , 6:239 to 6:241
tiered entities, 6:205	Estates and trusts
trading personal property (securities), 6:184	low-income housing, delayed application of
transition rule, 6:204	limitations and exemptions to, 6:111
twelve month rule, 6:198	passive activity losses (PALs), 6:52
Closely held C corporations	rental real estate activities \$25,000 exemption,
ABA passive loss comments, 6:143	6:98
determining applicability of rules, 6:17	rules in a nutshell, 6:10
nonpassive income, 6:67	trade or business with no material participa-
rules in a nutshell, 6:10	tion, 6:39
third installment of IRS passive loss regula-	Exceeding passive income, 6:8
tions, 6:265	Exceptions. Rental activity defined, below
Common control, aggregation and integration, 6:234, 6:236	Exemptions. Limitations and exemptions, application of, below
Computation. Rental real estate activities \$25,000	Extraordinary services rule, 6:154
exemption, below	Facts and circumstances rule, 6:167
Condominium hotels, 6:133	Fees, self-charged interest, 6:81, 6:85
Consolidated groups, 6:18, 6:243	Final 1995 regulations, 6:268
Consolidated returns, 6:144	Fiscal year entities, 6:80 , 6:207
Contributed use property, 6:157	Fiscal year limited partnerships, 6:176

PASSIVE ACTIVITY LOSSES AND CREDITS —Cont'd	PASSIVE ACTIVITY LOSSES AND CREDITS —Cont'd
Five hundred hours test, material participation defined, 6:161	Low-income housing, delayed application of limitations and exemptions to
Form of ownership, 3:119	generally, 6:108 to 6:114
"For profit" activities, 6:38	Act of 1989, 7:121
Gifts, special rules for, 6:52	certification requirement, 6:109
Gross receipts vs guarantee of profit, 6:138	disallowance of credit, 6:112
Ground lease, 6:28	estates, 6:111
Grouping rules, 6:258 to 6:260	mixed use projects, 6:113
Guaranteed cash return, 6:135 to 6:139	multiple building, 6:114
Hybrid offerings, structuring considerations,	relief period, 6:110
6:124	Management fees, self-charged interest, 6:85
Illusory dispositions, 6:55	Master limited partnerships (MLPs), 6:88 , 6:131
Income recharacterization rules, 6:188 to 6:193	Material participation/blue book, 6:128
Indemnity, effect of, 6:212	Material participation defined
Installment sales, 6:51 , 6:66 , 6:134 , 6:200	generally, 6:159 to 6:178
Interest and usury	alternative tests, generally, 6:160 to 6:167
allocation regulations, 6:129	amendments to 1988 regulation, 6:253
passive activity losses (PALs), 6:49	facts and circumstances, 6:167
rental activities as passive, 6:26	fiscal year limited partnerships, 6:176
Interest deduction, 8:10	five hundred hours test, 6:161
Investment income, 6:119 Investor, participation as, 6:169	investor, participation as, 6:169
IRS regulatory action, generally, 6:130 to 6:132	limited partners, 6:173 to 6:175
Lending business/equity financed lending rule,	long-standing participation (five year) test, 6:165
6:193	non-customary owner services, 6:170
Licensing by passthrough entity, 6:186	one hundred hours/most participation, 6:163
Limitations and exemptions, application of	overview, 6:159
generally, 6:91 to 6:122	participation, defining of, 6:168 to 6:171
casualty losses, exemption for, 6:255	partners, material participation of, 6:172 to
grouping rules, limitations on, 6:260	6:176
low-income housing, delayed application of	personal service activity (three year) test,
limitations and exemptions to, below	6:166
overview, 6:91	pre-1987 material participation, 6:177
passive activity losses (PALs), 6:58	record keeping, 6:178
phase-in percentages for "pre-enactment interests," below	significant participation test, 6:164
rental real estate activities \$25,000 exemption,	spousal participation, 6:171
below	substantially all participation test, 6:162
rules in a nutshell, 6:11	Mixed use projects, 6:113
Limited liability, oil and gas issues, 6:211 to	Modification. Change or modification, above
6:215	Multiple activities, 6:74 , 6:197 , 6:198
Limited partnerships	Multiple building, 6:114
characterization rules, 6:208	Net investment income tax, 6:3
master limited partnerships (MLPs), 6:88,	Net rental realty income (loss), 6:104
6:131	NOL treatment, 6:101
material participation by, 6:37, 6:173 to 6:175	Non-customary owner services, 6:170
passive activity losses (PALs), 6:56	Non-depreciable property rents, 6:192
regulatory authority, 6:88	Non-exclusive use, 6:156
rental real estate activities \$25,000 exemption,	Nonexempt portion excluded, 6:117
6:95	Nonpassive income
Lines of business, 6:230 , 6:254	generally, 6:63 to 6:68
Liquidations, 6:141 , 6:252	closely held corporation, 6:67
Location, undertaking rules, 6:223	installment sales, 6:66
Long-standing participation (five year) test, 6:165	non portfolio income, 6:68

PASSIVE ACTIVITY LOSSES AND CREDITS —Cont'd	PASSIVE ACTIVITY LOSSES AND CREDITS —Cont'd
Nonpassive income—Cont'd	Passive activity losses (PALs)
ordinary course of business exception to	generally, 6:48 to 6:58
portfolio income, 6:65	ABA passive loss comments, 6:142
portfolio income, 6:64 to 6:67	apportioning suspended losses, 6:57
Non portfolio income, 6:68	character of PALs, 6:53
Oil and gas issues	disposition rules, 6:50 to 6:58
generally, 6:209 to 6:215	estates, special rules for, 6:52
change of limited liability status, 6:214	gifts, special rules for, 6:52
indemnity, effect of, 6:212	illusory dispositions, 6:55
interests as both general and limited partner,	installment sales, 6:51
6:213	interest expense, 6:49
limited liability, 6:211 to 6:215	limitation of benefit to economic loss, 6:58
rules of application, 6:210 to 6:215	limited partnership interests, 6:56
second installment of IRS passive loss regula-	overview, 6:48
tions, 6:242	scope of rule, 6:55
spouse rule, 6:215	unusable disposition losses, 6:54
well-by-well determination, 6:210	Passive loss rules in a nutshell, 6:4 to 6:12
working interests, 6:42 , 6:209	Passthrough entity, loans by, 6:72 , 6:76
Omnibus Budget Reconciliation Act of 1993,	Personal service activity (three year) test, 6:166
22:31	Personal service corporations, 6:10 , 6:16 , 6:145
One hundred hours/most participation, 6:163	Phase-in percentages for "pre-enactment
Operating business, structuring considerations, 6:126	interests"
	generally, 6:115 to 6:122 alternative minimum tax, 6:118
Ordering rules for credits, 6:107	applicable percentage, 6:116
Original issue discount, 6:83	coordination with \$25,000 exemption, 6:122
Overview	investment income, 6:119
generally, 6:1	nonexempt portion excluded, 6:117
activities as passive activities, determination of, 6:20	preenactment interests, 6:120
	preenactment lost-post-enactment income,
aggregation and integration, 6:226	6:121
analysis of passive loss rules, 6:13 characterization rules, 6:179	Portfolio income, 6:64 to 6:67, 6:180 to 6:183
	Post-1986 passive loss developments, generally,
limitations and exemptions, application of, 6:91	6:2, 6:127 to 6:147 Preenactment interests. Phase-in percentages for
material participation defined, 6:159	"pre-enactment interests," above
passive activity losses (PALs), 6:48	Preferred and guaranteed returns, 6:194
rental real estate activities \$25,000 exemption,	Professional service undertakings, aggregation of,
6:92	6:235 to 6:237
second installment of IRS passive loss regulations, 6:220	Proposed 1995 regulations, 6:267 Proposed legislation allowing deductibility of
third installment of IRS passive loss regula- tions, 6:256	cash losses, 6:147 Proration, rental real estate activities \$25,000
Partners and partnerships	exemption, 6:106
amendments to 1988 regulation, 6:252	Publicly traded partnerships, 6:244
characterization rules, above	Recharacterization rules, accounting methods,
determining applicability or rules, 6:15	11:81
material participation defined, 6:172 to 6:176	Record keeping, 6:178
personal service of, 6:86	Regulatory authority, 6:27 to 6:29, 6:87 to 6:90
rental activities as passive, 6:26	Rehabilitation tax credit, 7:78
third installment of IRS passive loss regula-	Rental activities as passive
tions, 6:263	generally, 6:21 to 6:29
Passive activity credits (PACs), 6:59 to 6:62	amendments to 1988 regulation, 6:248
Passive activity income, 6:46 , 6:47	dealer issues, 6:25

PASSIVE ACTIVITY LOSSES AND CREDITS	PASSIVE ACTIVITY LOSSES AND CREDITS
—Cont'd	—Cont'd
Rental activities as passive—Cont'd	Rent and rentals—Cont'd
ground lease, 6:28	undertakings, second installment of IRS pas-
importance of, 6:23	sive loss regulations, 6:238
interest, 6:26	Research and development, 6:43
partnership payments for services, 6:26	Retirement payments and earned income, 6:206
regulatory authority, 6:27 to 6:29	Retirement plan distributions, 6:183
related party leases, 6:29	Review of limitations, second installment of IRS
service vs rental activity, 6:24	passive loss regulations, 6:219 Royalties from intangibles, 6:185 to 6:187
single activity election, 6:22	Sales. Characterization rules, above
third installment of IRS passive loss regulations, 6:259	Scope of passive loss regulations, generally,
	6:148 to 6:217
Rental activity defined generally, 6:150 to 6:157	S corporations
contributed use property, 6:157	ABA passive loss comments, 6:143
exceptions to rental activity status, generally,	characterization rules, 6:201 to 6:208
6:151 to 6:157	determining applicability of rules, 6:15
extraordinary services rule, 6:154	third installment of IRS passive loss regula-
incidental rentals, 6:155	tions, 6:263
non-exclusive use, 6:156	Second installment of IRS passive loss regula-
seven day rule, 6:152	tions
tangible property requirement, 6:150	generally, 6:218 to 6:255
thirty day/significant services rule, 6:153	aggregation and integration, above
Rental real estate activities \$25,000 exemption	amendments to 1988 regulation, above
generally, 6:92 to 6:107	background, 6:218
active participation requirement, 6:94 to 6:100	business and rental operations, 6:221
adjusted gross income (AGI) phase-out, 6:93	casualty losses, exemption for, 6:255
change in involvement, 6:100	consolidated groups, 6:243
combining other passive actuates, 6:105	elections, 6:239 to 6:241
computation, generally, 6:102 to 6:107	exemption for casualty losses, 6:255
deduction equivalence, 6:103	income producting vs support operations,
estates and trusts, 6:98	6:225
limited partners, 6:95	lines of business, 6:254
net rental realty income (loss), 6:104	location, undertaking rules, 6:223
NOL treatment, 6:101	oil and gas operations, 6:242
no participation requirement for certain credits,	overview, 6:220
6:99	publicly traded partnerships, 6:244
ordering rules for credits, 6:107	rental real estate elections, 6:241
overview, 6:92	rental undertakings, 6:238 review of limitations, 6:219
phase-in percentages for pre-enactment	same person, ownership by, 6:224
interests, coordination with \$25,000	special rules, 6:243 , 6:244
exemption, 6:122 proration, 6:106	undertaking rules, 6:222 to 6:225
separate returns, 6:97	Self-acquired property, 6:191
ten percent requirement, 6:96	Self-charged interest
Rent and rentals	generally, 6:69 to 6:85
defined. Rental activity defined, below	borrowing to make self-charged loans, 6:73
exemption. Rental real estate activities \$25,000	brother-sister passthrough entity loans, 6:79
exemption, below	capitalized interest, 6:80
passive. Rental activities as passive, below	circumstances preventing application of rules,
real estate elections, second installment of IRS	6:75 to 6:82
passive loss regulations, 6:241	effective dates, 6:84
self-charged interest, 6:81	election out, 6:82
self-developed property, characterization rules,	fees, 6:81 , 6:85
6:190	fiscal year entities, 6:80

PASSIVE ACTIVITY LOSSES AND CREDITS	PASSIVE ACTIVITY LOSSES AND CREDITS
—Cont'd	—Cont'd
Self-charged interest—Cont'd	Tiered entities, 6:78 , 6:205
management fees, 6:85	Time or date. Effective dates and transitional
multiple activities, loans involving, 6:74	rules, above
original issue discount, 6:83	Trade or business
owner, loans by, 6:71	aggregation and integration, 6:233
owner's share limitation, 6:77	IRS regulatory action, 6:132
passthrough entity, loans by, 6:72 , 6:76	no material participation. Trade or business
problem, 6:69	with no material participation, below
rents, 6:81	regulatory authority, 6:90 rental operations, 6:221
solution, 6:70 to 6:72	Trade or business with no material participation
tiered entities, 6:78	generally, 6:30 to 6:41
Self-developed property recharacterization rule,	change in status, 6:40
6:247 Separate returns 6:07	corporations, material participation by, 6:36
Separate returns, 6:97 Service partnerships, 6:89	definition, 6:31
Service partnerships, 0:39 Service vs rental activity, 6:24	estates and trusts, 6:39
Seven day rule, 6:152	"for profit" activities, 6:38
Significant participation activities, 6:189	helpful factors, 6:34
Significant participation test, 6:164	limited partners, material participation by, 6:37
Similar undertakings, 6:229	recap of significant considerations, 6:32 to
Special rules	6:35
disposition rules, 6:61 , 6:195 to 6:200	special rules, 6:35
second installment of IRS passive loss regula-	spouse participation, 6:41
tions, 6:243 , 6:244	Trading personal property (securities), 6:184
trade or business with no material participa-	Transition rule. Effective dates and transitional
tion, 6:35	rules, above
Spousal participation, 6:41 , 6:171 , 6:215	Trusts. Estates and trusts, above
Structuring considerations, 6:123 to 6:126	Twelve month rule, characterization rules, 6:198
Substantially all participation test, 6:162	Undertaking rules, 6:222 to 6:225
Tangible property requirement, 6:150	Unusable disposition losses, 6:54
Tax credits from passive activities, 6:12	Vertical integration, 6:231
Tax items of passive activity, determination of,	Well-by-well determination, oil and gas issues,
generally, 6:44 to 6:90	6:210
Ten percent requirement, rental real estate activi-	Working capital reserves, 6:146
ties \$25,000 exemption, 6:96	Working interests, 6:209
Ten percent rule, characterization rules, 6:203 Third installment of IRS passive loss regulations	PASS-THROUGH ENTITIES
generally, 6:256 to 6:268	Economics of real estate transactions, 1:37
C corporation activities, 6:265	Interest deduction, 8:59
consistency requirement, 6:261	Passive activity losses and credits, 6:72 , 6:76
definition of activity, 6:257	Real estate mortgage investment conduits
dispositions, 6:264	(REMICs), 19:14 , 19:24
final 1995 regulations, 6:268	Tax-exempt leasing. See index heading TAX-
grouping rules, 6:258 to 6:260	EXEMPT LEASING
limitations on grouping rules, 6:260	DAVBOLL WAVEG
overview, 6:256	PAYROLL TAXES
partnership activities, 6:263	Deductions, 10:76
prevention of tax avoidance, 6:262	PENALTIES
proposed 1995 regulations, 6:267	IRS audit program: compliance, reporting, and
rental activities, grouping rules, 6:259	penalty provisions
rental real estate, section 469(c)(7) exception,	Generally, 17:1 to 17:190
6:266	for detailed treatment see index heading IRS
S corporation activities, 6:263	AUDIT PROGRAM: COMPLIANCE, REPORTING, AND
Thirty day/significant services rule, 6:153	PENALTY PROVISIONS

PENALTIES—Cont'd

Securities laws. See index heading SECURITIES LAWS AFFECTING REAL ESTATE SYNDICATIONS -

Taxpayer Relief Act of 1997, 23:31 Tax shelters, abusive tax shelters, 17:36

PENSIONS AND PENSION PLANS

IRS audit program: compliance, reporting, and penalty provisions, 17:105

Omnibus Budget Reconciliation Act of 1993, 22:33

Passive activity losses and credits, 6:183, 6:206 UBTI consequences of, 13:50 Unrelated business taxable income (UBTI), 13:50

PERCENTAGE DEPLETION

Alternative minimum tax, 12:18

PERCENTAGES

Low income housing credit, 7:83

PERMANENT LOAN GUARANTEE FEE Deductions, 10:71

PERSONAL HOLDING COMPANY TAX

Generally, 1:30

PERSONAL INTEREST

Interest deduction, 8:13, 8:27 to 8:37, 8:40

PERSONAL PROPERTY

Depreciation and tax credits, 7:15

Dispositions. See index heading dispositions of PROPERTY

PERSONAL SERVICE ACTIVITY (THREE YEAR) TEST

Passive activity losses and credits, 6:166

PERSONAL SERVICE CORPORATIONS

Accounting methods. See index heading ACCOUNT-ING METHODS

Passive activity losses and credits, 6:10, 6:16, 6:145

PFIC RULES

Omnibus Budget Reconciliation Act of 1993, 22:54

PHASE-IN PERCENTAGES

Passive activity losses and credits generally, 6:115 to 6:122

for detailed treatment see index heading PASSIVE ACTIVITY LOSSES AND CREDITS

PLACED-IN-SERVICE RULES

Depreciation and tax credits, 7:30, 7:64

PLANNING TECHNIQUES

Partnership taxation, 4:428 to 4:431

PLANT FACILITIES

Depreciation and tax credits, 7:63

PLANTS

Uniform capitalization rules, 10:53

PLEDGED PROPERTY

Partnership taxation. See index heading PARTNER-SHIP TAXATION

POINTS AND MORTGAGE BONDS

IRS audit program: compliance, reporting, and penalty provisions, 17:118 to 17:120

POLLUTION CONTROL FACILITIES

Alternative minimum tax. 12:15

POOLED INVESTMENT VEHICLES

Generally, 13:31 to 13:46 Alienability, 13:44

Bonds

mortgage revenue bonds, 13:34

private activity bonds, 13:35

tax-exempt bond partnerships, 13:33

Common trust funds, 13:35

Dismissal of investment advisor, 13:43

Eligible shareholders, 13:42

Insurance company separate accounts, 13:36

Investment through group trust, 13:37

Mortgage revenue bonds, 13:34

Municipal plans, 13:38

OBRA amendments, 13:46

Partnerships, 13:32, 13:33

Private activity bonds, 13:35

Real estate investment trusts (REITs), 13:34 Section 501(c)(2) title holding corporations,

13:39

Section 501(c)(25) title holding corporations, generally, 13:40 to 13:46

State or municipal plans, 13:38

TAMRA amendments, 13:45

PORTFOLIO INCOME

Omnibus Budget Reconciliation Act of 1993, 22:46

Passive activity losses and credits, 6:64 to 6:67, 6:180 to 6:183

Real estate investment trusts, 3:107

PRE CONTRIBUTION GAIN OR LOSS

Partnership taxation

generally, 4:232 to 4:309

for detailed treatment see index heading PARTNERSHIP TAXATION

Taxpayer Relief Act of 1997, 23:24

PREEMPTION

Rollup legislation, 2:114

PREFERENCES

Alternative minimum tax. See index heading
ALTERNATIVE MINIMUM TAX

PREFERRED STOCK

Omnibus Budget Reconciliation Act of 1993, stripped preferred stock, **22:8** Section 351 (organization) transactions, **3:7**

PREFORMATION EXPENDITURES

Partnership taxation, 4:222

PREMATURE ACCRUAL

Accounting methods, 11:3

PREPARERS

Income tax return preparers: penalties generally, **17:163 to 17:190**

for detailed treatment see index heading INCOME TAX RETURN PREPARERS: PENALTIES

PRESENT VALUE RULE

Partnership taxation, 4:202, 4:352

PRESUMPTIONS

Partnership taxation, 4:204 to 4:207

PRICE LEVEL ADJUSTED MORTGAGES (PLAM)

Final 1994 regulations, 9:49 to 9:53

PRIMARY ECONOMIC EFFECT TEST

Partnership taxation, 4:331 to 4:336

PRINCIPAL AMOUNT

Debt-for-debt exchanges, 21:60

PRINCIPAL RESIDENCE

Dispositions of property, 14:25, 14:54 to 14:57, 14:60

PRIVATE ACTIVITY BONDS

Pooled investment vehicles, 13:35

PRIVILEGED INFORMATION

Client identity, 17:35

PROFESSIONAL SERVICE UNDERTAKINGS

Passive activity losses and credits, 6:235 to 6:237

PROHIBITED TRANSACTIONS

Real estate investment trusts (REITs), 3:80, 3:106, 23:49

Real estate mortgage investment conduits (REMICs), 19:15

PROJECTIONS AND FINANCIAL FORECASTS

Economics of real estate transactions, 1:15 to 1:20

PROMISSORY NOTES

Partnership taxation, **4:333**

PROMOTER LISTS

Tax shelter investors, 17:65 to 17:68

PROPORTIONALITY TEST

Debt-for-equity exchanges, 21:110

PRORATION

Passive activity losses and credits, 6:106

PUBLICLY OFFERED SECURITIES

ERISA plan asset regulation, 13:61

PUBLICLY TRADED PARTNERSHIPS

Foreign investment in US real estate: withholding obligations, 16:13 to 16:15

Form of ownership, 3:2

Omnibus Budget Reconciliation Act of 1993, 22:43

Passive activity losses and credits, 6:244

Taxpayer Relief Act of 1997, 23:25

Unrelated business taxable income (UBTI), 13:6

PUBLICLY TRADED STOCK

Foreign investment in US real estate: withholding obligations, 16:23

Tax-exempt leasing, 15:21

PUBLIC OFFERINGS

Securities laws affecting real estate syndications - overview, 2:70 to 2:73

PUBLIC PURPOSE LOANS

Below-market interest rates, 9:32

PURCHASE MONEY DEBT REDUCTION EXCEPTION

Cancellation of indebtedness income - section 108, 21:18 to 21:23

PUTS AND CALLS

Debt-for-debt exchanges, 21:79

Q

QUALIFICATION REQUIREMENTS

Real estate investment trusts, 3:63 to 3:77

REMICs. See index heading REAL ESTATE MORTGAGE CONDUITS (REMICs)

S corporations, 3:50 to 3:60

QUALIFIED ALLOCATIONS

Tax-exempt leasing. See index heading TAX-EXEMPT LEASING

QUALIFIED BASIS

Low income housing credit, 7:84, 7:85

QUALIFIED INCOME OFFSET

Partnership taxation, 4:340, 4:347

QUALIFIED NONRECOURSE FINANCING EXCEPTION

At risk rules. See index heading AT RISK RULES

QUALIFIED RESERVE ASSETS

Real estate mortgage investment conduits (REMICs), 19:11

QUALIFIED RESIDENCE INTEREST

Interest deduction. See index heading INTEREST DEDUCTION

QUALIFIED RETIREMENT PLANS

Omnibus Budget Reconciliation Act of 1993, 22:10

QUALIFIED SETTLEMENT FUNDS AND ESCROWS

Generally, 14:81 to 14:86

Contingent-at-closing escrows, **14:84** Disputed ownership funds, **14:85** Pre-closing escrows, **14:83** Section 1031, **14:82**

QUANTITY

See index heading amount or quantity

R

REACQUISITION OF PROPERTY BY SELLER

Computation of gain, 14:59

Debt restructurings, workouts, and bankruptcies of partnerships

generally, 21:161 to 21:170

For detailed treatment see index heading debt RESTRUCTURINGS, WORKOUTS AND BANKRUPT-CIES OF PARTNERSHIPS

REAL ESTATE INVESTMENT TRUSTS (REITs)

Generally, 3:62 to 3:117

Annual income tests, 3:90 to 3:93

Asset tests, 3:94 to 3:96

Capital gains, 3:79, 3:99, 3:108

Deductible distributions, 3:97

Deficiency dividends, 3:81, 3:102

Distributions

generally, 3:65

test. Distribution test, above

Distribution test

generally, 3:97 to 3:103

capital gains, 3:99

deductible distributions, 3:97

deficiency dividends, 3:102

excise tax, 3:103

ninety-five percent distribution requirement, 3:98

relation back of dividends paid deduction, 3:100

special timing of dividend rule, 3:101

Election for REIT, 3:89

Excise tax, 3:82, 3:103

REAL ESTATE INVESTMENT TRUSTS (REITs)—Cont'd

Executive summary of REIT taxation rules, generally, **3:86 to 3:117**

Foreclosure property, 3:105

Foreign investment in US real estate: withholding obligations, 16:27, 16:28

Foreign shareholders, 3:110, 3:111

Independent contractor (IK) rules, 3:73

Liquidating distributions, 3:85

Nature of assets, 3:66 to 3:68

New REIT structures. 3:113 to 3:117

Ninety-five percent distribution requirement, 3:98

Ninety-five percent income test, 3:91

Ninety percent test, 3:75

Omnibus Budget Reconciliation Act of 1993, 22:33

Partnership taxation, REIT foreclosures, 4:465

Pooled investment vehicles, 13:34

Portfolio income, 3:107

Pre-REIT years, no earning or profits from, 3:83

Prohibited transactions, 3:80, 3:106

Qualification requirements, generally, **3:63 to 3:77**

Qualified REIT subsidiary, 3:68

Real estate mortgage investment conduits (REMICs), 19:32

Record keeping requirements, 3:112

Relation back of dividends paid deduction, 3:100

Rules for qualifying income, 3:77

Seventy-five percent assets test, **3:95**

Seventy-five percent income test

generally, 3:69 to 3:74, 3:90

independent contractor (IK) rules, 3:73

shared appreciation mortgages (SAMs), 3:74

taxable REIT subsidiary (TRS), 3:72

tenant services income, 3:70, 3:71

Shareholders of REITs, generally, **3:84**, **3:107** to **3:111**

Sources of income, 3:69 to 3:77

Special rules for REIT qualifying income, 3:93

Special timing of dividend rule, 3:101

Structure of REIT, 3:88

Subsidiary, taxable REIT subsidiary (TRS), **3:72** Taxation

capital gain dividends, 3:108

foreclosure property, **3:105**

foreign shareholders, 3:110, 3:111

liquidating distributions, 3:85

new REIT structures, 3:113 to 3:117

portfolio income, 3:107

prohibited transactions, 3:106

REITs, generally, **3:78 to 3:83, 3:104 to 3:106** shareholders of REITs, generally, **3:84, 3:107**

to 3:111

REAL ESTATE INVESTMENT TRUSTS (REITs)—Cont'd

Taxation—Cont'd

tax-exempt shareholders, 3:109

Tax-exempt shareholders, 3:109

Taxpayer Relief Act of 1997

generally, 23:41 to 23:53

for detailed treatment see index heading Taxpayer Relief Act of 1997

Temporary investments, 3:67

Tests for nature of assets, 3:66

Thirty percent income test, **3:76**, **3:92**, **23:42**

Twenty-five percent assets test, 3:96

Up-REITs, 3:113, 3:117

REAL ESTATE MORTGAGE INVESTMENT CONDUITS (REMICs)

Generally, 19:1 to 19:34

Asset test, 19:7 to 19:12

Cash flow investments, 19:10

Compliance provisions, 19:33

Definition and taxation, generally, 19:2 to 19:29

Dispositions of residual interests, 19:29

Effective dates, 19:34

Election, 19:4

Foreclosure property, 19:12, 19:17

Foreign residual holders, 19:25

Form of ownership, 3:121

Inducement fees, 19:27

IRS audit program: compliance, reporting, and penalty provisions, **17:130**

Modification of mortgages, 19:9

Original issue discount (OID) rules, 9:16, 19:30

Pass-through entities, 19:14, 19:24

Permitted investments, asset test, 19:10 to 19:12

Post-start-up day contributions, tax on, 19:16

Prohibited transactions, 19:15

Qualification requirements, 19:2 to 19:4

Qualified reserve assets, 19:11

Regular interests, 19:5, 19:18 to 19:20

REITs, special rules for, 19:32

Residual interests

restrictions on ownership of, 19:13

taxation of holders of, generally, **19:21 to 19:29**

types of interests, 19:6

Restrictions on ownership of residual interests, 19:13

Special treatment of portion of residual income, 19:23

Taxable mortgage pools, 19:31, 19:32

Tax treatment, generally, 19:14 to 19:17

Transfers of property to REMICs, 19:28

Types of interests, 19:5, 19:6

REALLOCATION

Interest deduction, 8:61 to 8:63

REALLOCATION—Cont'd

Partnership taxation, **4:350**

REAL PROPERTY TAXES

Deductions, 10:75

REASONABLE CAUSE

Income tax return preparers: penalties, 17:177 Tax shelters, 17:63

RECAPTURE PROVISIONS

Accounting methods, 11:57

Debt restructurings, workouts, and bankruptcies of partnerships, **21:146**

Low income housing credit, 7:102

RECEIPT

Dispositions. See index heading dispositions of

RECHARACTERIZATION OF DEBT AS EQUITY

Tax-exempt entities, transactions with, **13:47 to 13:51**

RECKLESS OR INTENTIONAL DISREGARD

Income tax return preparers: penalties, 17:181 to 17:183

RECOGNITION OF GAIN

Partnership taxation, 4:168 to 4:171

RECORD KEEPING

Passive activity losses and credits, **6:178** Real estate investment trusts, **3:112**

RECOURSE DEBTS

Allocations under sections 704 and 752, 21:40

Debt-for-debt exchanges, 21:90

Debt restructurings, workouts, and bankruptcies of partnerships, 21:149

Partnerships. See index heading Partnership Taxa-

Section 351 (organization) transactions, recourse vs nonrecourse. 3:9

REDUCTION IN PENALTY RATE

IRS audit program: compliance, reporting, and penalty provisions, 17:17

REFINANCING

Interest deduction, 8:58

Partnership taxation, 4:227, 4:389, 4:405

Revenue Act of 1987, refinancing of acquisition indebtedness, **20:71**

REFUND CLAIMS

Taxpayer Relief Act of 1997, 23:32

REGISTRATION

Securities laws. See index heading securities LAWS AFFECTING REAL ESTATE SYNDICATIONS - OVERVIEW

REGISTRATION—Cont'd

Tax shelters. See index heading TAX SHELTERS

REGISTRATION NUMBER

Tax shelters, 17:60

REGULAR INTERESTS

Real estate mortgage investment conduits (REMICs), 19:5, 19:18 to 19:20

REGULATORY AUTHORITY

Passive activity losses and credits, 6:27 to 6:29, 6:87 to 6:90

REHABILITATION EXPENDITURES

Low income housing credit, 7:93

REHABILITATION TAX CREDIT

Generally, 7:75 to 7:79 Act of 1986, 7:77 to 7:79 Basic rules, 7:77 Effective dates, 7:79 Passive loss rules, 7:78 Prior law, 7:76

REIMBURSEMENT

Interest deduction, **8:23** Partnership taxation, **4:207**

REITS

See index heading real estate investment trusts (REITs)

RELATED ENTITY INCOME

Taxpayer Relief Act of 1997, 23:50

RELATED PARTY RULES

Accounting methods, 11:5 At risk rules, 5:9

Debt restructurings, workouts, and bankruptcies of partnerships

generally, 21:127 to 21:135

for detailed treatment see index heading DEBT RESTRUCTURINGS, WORKOUTS AND BANKRUPT-CIES OF PARTNERSHIPS

Dispositions of property, 14:23

Lease-stripping transactions, 14:80

Omnibus Budget Reconciliation Act of 1993, 22:47

Partnership taxation, 4:334

Uniform capitalization rules, 10:29, 10:38 to 10:42

RELATED PERSON LOANS

Partnership taxation, **4:94 to 4:97, 4:398 to 4:401**

RELOCATION ASSISTANCE

Employer facilitated relocation sales, **14:58** Involuntary conversions, **14:48**

REMEDIAL ALLOCATION METHOD

Partnership taxation. See index heading PARTNER-SHIP TAXATION

REMICs

Generally, 19:1 to 19:34

For detailed treatment see index heading REAL ESTATE MORTGAGE INVESTMENT CONDUITS (REMICs)

REMOVAL COSTS

Uniform capitalization rules, 10:66

RENEWALS

Tax-exempt leasing, 15:45

RENT HOLIDAYS

Accounting methods, 11:73

RENTS AND RENTALS

Passive activity. See index heading Passive activ-ITY LOSSES AND CREDITS

Unrelated business taxable income (UBTI), 13:5

RENT-UP FEE

Deductions, 10:60

REORGANIZATIONS

Cancellation of debt income, **11:43** Taxable corporations, **3:18**, **3:19**

REPAIRS

Deductions. 10:24, 10:84

REPORTS AND REPORTING

Digital transaction, 1:40

Foreign investment in US real estate: withholding obligations, 16:8 to 16:10

IRS audit program: compliance, reporting, and penalty provisions

generally, 17:1 to 17:190

for detailed treatment see index heading irs
AUDIT PROGRAM: COMPLIANCE, REPORTING, AND
PENALTY PROVISIONS

Partnership taxation, 4:7

Sale of principal residence, 14:60

S corporations, 3:56 to 3:60

Securities laws affecting real estate syndications, SEC rules for rollup transactions, **2:98**, **2:112**

Tax shelters, 17:69

RESALES

Deductions, property held for resale, 10:25 Securities laws affecting real estate syndications overview, 2:30, 2:38

RESEARCH AND DEVELOPMENT

Alternative minimum tax, 12:20

Omnibus Budget Reconciliation Act of 1993, 22:57

Passive activity losses and credits, 6:43

RESIDENCY REQUIREMENTS

Securities laws affecting real estate syndications - overview, 2:37, 2:38, 2:41 to 2:43

RESIDENTIAL CARE FACILITIES

Deductions, 10:79 to 10:81

RESIDENTIAL PROPERTY

Deductions, 10:81

Depreciation recapture, 7:12

Foreign investment in US real estate: withholding obligations, 16:25

Form of ownership, personal residence trusts, 3:125

Home office expense. See index heading HOME OFFICE EXPENSE

Levy, income tax return preparers' penalties, 17:190

Sales of, 16:25, 23:54

Taxpayer Relief Act of 1997, 23:54

RESIDUAL BASIS LAYERING

Partnership taxation, 4:90

RESIDUAL INTERESTS

REMICs. See index heading REAL ESTATE MORTGAGE CONDUITS (REMICs)

RESTAURANTS

Depreciation and tax credits, 7:57

RESTRICTIONS

See index heading LIMITATIONS AND RESTRICTIONS

RESTRICTIVE COVENANT NOT TO COMPETE

Deductions, 10:57

RESYNDICATION OF PARTNERSHIP INTERESTS

Partnership taxation

generally, 4:444 to 4:462

for detailed treatment see index heading
PARTNERSHIP TAXATION

RETAIL OUTLETS

Depreciation and tax credits, 7:57

RETAINAGES PAYABLE

Accounting methods, 11:50

RETIRED PARTNER

Omnibus Budget Reconciliation Act of 1993, 22:42

RETIREMENT HOMES

Deductions, 10:79

RETIREMENT PLANS OR PENSIONS

See index heading pensions and pension plans

RETIRING PARTNERS

Partnership taxation, 4:169 to 4:171

RETURN ON REALTY INVESTMENTS

Economics of real estate transactions

generally, 1:2 to 1:14

for detailed treatment see index heading eco-NOMICS OF REAL ESTATE TRANSACTIONS

RETURN TEST

Interest deduction, 8:25

REVALUATIONS

Partnership taxation, 4:386, 4:420

REVENUE ACT OF 1987

Generally, 20:1 to 20:106

Alternative minimum tax, simplified reporting and compliance requirements for widelyheld partnerships, 20:93

Completed contract method, 20:78

Delay of 2 percent floor for RICs, 20:77

Divorce, debt incurred incident to, 20:73

ERISA exemption for public programs, impact on, **20:53**

Fiscal taxable years, 20:75

Foreign taxes, simplified reporting and compliance requirements for widely-held partnerships, **20:89**

Grandfathering, qualified residence interest, 20:74

Installment sales rules, 20:65

Like-kind exchanges, 20:81

Market discount on bonds, 20:79

Partnership tax collections, 20:80

Passive losses, 20:14, 20:92

Publicly traded partnerships

generally, 20:2 to 20:64

background, 20:16

corporate taxation

generally, 20:3 to 20:13

ceasing to be publicly traded, 20:13

definition of existing partnership, 20:4

existing partnerships, 20:12

new line of business exclusion, 20:5 to 20:11

Notice 88-75 safe harbors, **20:7 to 20:11** definitions

existing partnership, 20:4

publicly traded partnership, 20:16 to 20:53

distribution reinvestment plans, effect of, **20:36**

effective dates for publicly traded partnerships, 20:60 to 20:63

ERISA exemption for public programs, impact on, **20:53**

legislative history, 20:17

new line of business exclusion, 20:5 to 20:11

90 percent passive-type income test

generally, 20:54 to 20:59

REVENUE ACT OF 1987—Cont'd	REVENUE ACT OF 1987—Cont'd
Publicly traded partnerships—Cont'd	Qualified residence interest—Cont'd
90 percent passive-type income test—Cont'd	acquisition indebtedness, 20:68 to 20:71
cancellation of debt (COD) income, 20:57	debt qualifying under the 90-day rule, 20:70
inadvertent terminations, 20:59	divorce, debt incurred incident to, 20:73
interest exceptions, 20:55	effective date, 20:74
rent exceptions, 20:56	grandfathering, 20:74
years in which test must be satisfied, 20:58	partial acquisition indebtedness and partial
Notice 88-75 safe harbors, generally, 20:7 to	home equity indebtedness, 20:72
20:11, 20:18 to 20:51 passive loss rule, 20:14	prior law, 20:66 refinancing of acquisition indebtedness, 20:71
private placement safe harbor, 20:19	tracing rules, 20:69
qualified matching service transfers, 20:22 to	Refinancing of acquisition indebtedness, 20:71
20:27	Simplified reporting and compliance require-
qualified open-end redemptions, 20:28 to	ments for widely-held partnerships
20:31	generally, 20:82 to 20:106
recommendations for public programs, 20:52	adjudication of disputes, 20:105
secondary market safe harbors of Notice 88-77	administrative proceedings, 20:102
generally, 20:18 to 20:51	allocation issues, 20:96
distribution reinvestment plans, effect of,	alternative minimum tax, 20:93
20:36	capital transactions, 20:86
effective date for modifying existing	changes in treatment of items reported to
transactions, 20:33	partners, 20:86 to 20:95
established securities market definition, 20:42	computation of taxable income, 20:85
exemptions	credits, 20:88
limitation on exemptions for private	deductions, 20:87
placements and lack of actual trad-	discharge of indebtedness income, 20:94
ing, 20:47	foreign taxes, 20:89
private transfers, 20:44	fungibility issues, 20:97 to 20:100
qualified matching service transfers, 20:46	large partnership audit system, 20:101 to 20:106
qualified redemptions, 20:45	notice requirements, 20:104
5 percent safe harbor, 20:20, 20:34 to 20:37	partnership representative, 20:103
interplay of 5 percent and 2 percent	passive losses, 20:92
computations, 20:34 to 20:36	reduction in items reported to partners, 20:83
limitation on exemptions for private place-	REMICs, 20:95
ments and lack of actual trading, 20:47	reporting income and loss, provisions concern-
1995 proposed regulations, 20:38 to 20:51	ing, 20:82 to 20:106
private placement safe harbor, 20:19	Section 754 election, 20:100
qualified matching service transfers, 20:22 to 20:27	shortened reporting period, 20:84
	statute of limitations, 20:106
qualified open-end redemptions, 20:28 to 20:31	tax-exempt interest, 20:90
reference chart, 20:32	unrelated business taxable income, 20:91
"secondary market" and "secondary market	Statute of limitations, simplified reporting and compliance requirements for widely-held
equivalence" tests, 20:43	partnerships, 20:106
transfer definitions, 20:41	Tracing rules, qualified residence interest, 20:69
2 percent safe harbor, 20:21 to 20:31, 20:34	
to 20:37	REVENUE RECONCILIATION ACT OF 1990
study of tax treatment of publicly traded	Debt-for-equity exchanges, 21:113
partnerships, 20:64	REVISED CIRCULAR 230 AMENDMENTS
tax-exempt partners, 20:15	Ethical standards, 18:10 to 18:18
Qualified allocation issues, 20:76	
Qualified residence interest	REVISED OPINION 346 OF ABA
generally, 20:66 to 20:74	Ethical standards, 18:6 to 18:9

RISK OF LOSS

At risk rules

generally, 5:1 to 5:19

for detailed treatment see index heading AT RISK

Partnership taxation, 4:68 to 4:74, 4:115, 4:131, 4:399

ROLLUP LEGISLATION

Securities laws affecting real estate syndications - overview

generally, 2:82 to 2:129

for detailed treatment see index heading SECU-RITIES LAWS AFFECTING REAL ESTATE SYNDICA-TIONS - OVERVIEW

ROYALTIES

Passive activity losses and credits, 6:185 to 6:187

RULE OF 78S

Interest deduction, 8:7

S

SAFE HARBOR

Partnership taxation, **4:354** Taxpayer Relief Act of 1997, **23:49**

SALE-IN/LEASE-OUT (SILO) TRANSACTIONS

Sale-leaseback transactions, 14:64

SALE-LEASEBACK TRANSACTIONS

Generally, 14:61 to 14:68

Basic structure, 14:62

Business considerations, 14:66 to 14:68

Criteria for characterization, generally, **14:69 to**

Depreciation and tax credits, 7:9, 7:65

IRS guidelines and pronouncements, 14:70,

14:71, 14:73, 14:74

Lease-in/lease-out (LILO) transactions, 14:63

Options to purchase, 14:75

Sale-in/lease-out (SILO) transactions, 14:64

Secured loan vs sale leaseback, 14:65

True lease checklist, 14:72

SALES OR TRANSFERS

Foreign investment in US real estate: withholding obligations, 16:25

Leasebacks. See index heading sale-leaseback TRANSACTIONS

Partnership interest, sales of, 4:166

Real estate mortgage investment conduits (REMICs), 19:28

Resales. See index heading RESALES

Residential property, 16:25, 23:54

Tax-exempt leasing. See index heading TAX EXEMPT LEASING, **15:42**

SALES TAXES

Deductions, 10:76

SALVAGE VALUE

Depreciation and tax credits, 7:38

SAMs

See index heading shared appreciation mortgages (SAMs)

S CORPORATIONS

Generally, 3:47 to 3:60

Accounting methods. See index heading ACCOUNT-ING METHODS

Accumulated adjustments account, 3:59

Basis and borrowings, 3:49

Character of income, reporting, 3:57

Depreciation recapture, 7:14

Elections, 3:53 to 3:55

Employee stock ownership plans (ESOPs), **3:50**, **3:51**, **17:76**

Improper S election, 3:54

Inadvertent termination and election, 3:53, 3:54

IRS audit program: compliance, reporting, and penalty provisions, **17:106**, **17:112**

LIFO benefits recapture, 3:60

Limitation on losses and deductions, 3:58

Liquidation, 3:34, 3:61

Partnership taxation, distinction from, **3:47**

Passive activity. See index heading passive activ-ITY LOSSES AND CREDITS

President, 3:48

Qualification rules, 3:50 to 3:60

Reporting income, 3:56 to 3:60

Self-employment tax, 3:48

Separately stated items, reporting, 3:56

Single class of stock regulations, 3:52

Small business trust, electing, 3:55

SECOND INSTALLMENT OF IRS PASSIVE LOSS REGULATIONS

Passive activity losses and credits

generally, 6:218 to 6:255

for detailed treatment see index heading PASSIVE
ACTIVITY LOSSES AND CREDITS

SECURED LOANS

Sale-leaseback transactions, 14:65

SECURITIES AND EXCHANGE COMMISSION STANDARDS

Ethical standards, 18:30

SECURITIES DEALER EXCEPTION

Debt restructurings, workouts, and bankruptcies of partnerships, **21:130**

SECURITIES LAWS AFFECTING REAL ESTATE SYNDICATIONS - OVERVIEW

Generally, 2:1 to 2:129

SECURITIES LAWS AFFECTING REAL ESTATE SYNDICATIONS - OVERVIEW	SECURITIES LAWS AFFECTING REAL ESTATE SYNDICATIONS - OVERVIEW
—Cont'd	—Cont'd
American Stock Exchange rollup rules, 2:125, 2:129	Civil, anti-fraud, and criminal penalties—Cont'd Act of 1943, 2:51 to 2:53
Anti-fraud. Civil, anti-fraud, and criminal penal-	failure to register, 2:48
ties, below	false statement or omission, 2:49
Basic principles, 2:1, 2:2	installment sales, 2:53
Broker-dealer problems	Rule 10b-5, 2:52
generally, 2:57 to 2:75	Section 10(b), 2:51
definitions, 2:58	willful violation, 2:50
engaged in "regular" business, 2:59	Compensation and fees, California rollup legisla-
extension of credit, 2:65 to 2:74	tion, 2:120 to 2:122
federal reserve board ruling, Regulation T,	Condisco case, 2:22
2:68 EIND A membership and guidelines 2:63	Criminal penalties. Civil, anti-fraud, and criminal
FINRA membership and guidelines, 2:63 independent sales force, 2:61	penalties, above
installment payments, 2:65 to 2:74	Crowd funding, 2:45 Dealers. Broker-dealer problems, above
"issuer exemption," 2:60	Decisional law apart from Regulation D, 2:23 to
NASAA guidelines, 2:73	2:29
public offerings, Regulation T, 2:70 to 2:73	Definitions
registration with SEC, generally, 2:57 to 2:62	broker-dealer problems, 2:58
Regulation D offerings, Regulation T, 2:69	California rollup legislation, 2:115, 2:116
Regulation T, generally, 2:67 to 2:74	integration of "separate" private or intrastate
Rule 3a4-1, 2:62	offerings, 2:31
Rule 15c2-5, 2:74	Investment Advisors Act of 1940, 2:80
Rule 2310, 2:64	Investment Company Act of 1940, 2:76
scope of Rule 3a12-9, 2:71	Limited Partnership Rollup Reform Act of
Section 7(c), 2:65	1993, 2:84
Section 11(d)(1), 2:66	rollup legislation, 2:84, 2:105 to 2:108, 2:115, 2:116
state requirements for registration as broker-	"security," 2:4
dealer, 2:75	De minimis exemption, California rollup legisla-
California rollup legislation generally, 2:113 to 2:125	tion, 2:123
allocation of solicitation and transaction costs,	Diplomat letter, residency requirements, 2:42
2:121	Disclosure, 2:26, 2:91 to 2:102, 2:112
background, 2:114	Dissenter's rights, 2:86, 2:118
compensation and fees, 2:120 to 2:122	Effective date of Limited Partnership Rollup
coordination with federal regulation, FINRA	Reform Act of 1993, 2:87
rules, and NY and American stock	Equity ownership, 2:120 to 2:122
exchange rules, 2:125	Exemptions
definitions	intrastate offering exemption, below Investment Advisors Act of 1940, 2:81
rollup participant, 2:115	liability despite exemption, 2:2
rollup transaction, 2:116	Regulation A: limited exemption for maximum
de minimis exemption, 2:123	offering of \$50,000,000, 2:46, 2:47
dissenter's rights, 2:118 eligible rollup transactions, 2:117 to 2:119	state registration of securities, 2:55
equity ownership, 2:120 to 2:122	transaction exemptions, below
management, 2:120 to 2:122	Extension of credit, 2:65 to 2:74
National Securities Markets Improvement Act,	Failure to register, 2:48
effect of, 2:124	False statement or omission, 2:49
notice to general partners and sponsors, 2:122	Federal and state law, 2:1
voting rights, 2:119	Federal reserve board ruling, Regulation T, 2:68
Civil, anti-fraud, and criminal penalties	Fifth circuit, transaction exemptions, 2:28
generally, 2:48 to 2:53	FINRA (Financial Industry Regulatory Author-
Act of 1933, 2:48 to 2:50	ity), 2:63, 2:125 to 2:128

SECURITIES LAWS AFFECTING REAL ESTATE SYNDICATIONS - OVERVIEW	SECURITIES LAWS AFFECTING REAL ESTATE SYNDICATIONS - OVERVIEW
—Cont'd	—Cont'd
Holschuh case, 2:21	Regulation A: limited exemption for maximum offering of \$50,000,000, 2:46, 2:47
Independent sales force, 2:61 Information requirements of Rule D, 2:16	Regulation D
Installment sales or payments, 2:41, 2:53, 2:65 to	broker-dealer problems, 2:69
2:74	transaction exemptions, below
Integration of "separate" private or intrastate	Regulation T. Broker-dealer problems, above
offerings, 2:31 to 2:34	Resales, 2:30, 2:38
Intrastate offering exemption	Residency requirements, 2:37, 2:38, 2:41 to 2:43
generally, 2:35 to 2:45	Response of SEC, intrastate offering exemption,
crowd funding, 2:45	2:43
diplomat letter, residency requirements, 2:42	Rollup legislation
doing business in state, issuer must be, 2:37	generally, 2:82 to 2:129
existing law apart from rule 147, 2:40	American Stock Exchange rollup rules, 2:125,
facilitating intrastate and regional securities	2:129
offerings, 2:45	California rollup legislation, above
installment sales, residency requirements, 2:41	conflicts of interest, 2:96
nonexclusive, rule as, 2:39	definitions, 2:84, 2:105 to 2:108
offerees, residence of, 2:38	FINRA rollup rules, 2:125 to 2:128
resales, residence of, 2:38	Limited Partnership Rollup Reform Act of
residency requirements, 2:37, 2:38, 2:41 to	1993
2:43	generally, 2:83 to 2:87
response of SEC, 2:43	definition of rollup, 2:84
Rule 147 and Rule 147A, 2:36, 2:41, 2:44	dissenters' rights in rollup transactions, 2:86
Section 3(a)(11), 2:35	effective date, 2:87
substantial penalties test, 2:43	proxy rules, 2:85
Investment Advisors Act of 1940, 2:79 to 2:81	National Securities Markets Improvement Act,
Investment Company Act of 1940, 2:76 to 2:78	effect of, 2:124
Investment participations as "securities," 2:3, 2:4	notice provisions
"Issuer exemption," 2:60	California rollup legislation, 2:122 SEC rules for rollup transactions, proxy and
JOBS Act 2012, 2:47	tender offer rules revisions, 2:110
Liability despite exemption, 2:2	NY Stock Exchange rollup rules, 2:125, 2:129
Liability provisions of state registration of securi-	proxy rules
ties, 2:56	Limited Partnership Rollup Reform Act of
Murphy case, 2:20	1993, 2:85
NASAA guidelines, 2:73	SEC rules for rollup transactions, 2:109,
New York Stock Exchange rollup rules, 2:125 ,	2:110
2:129	SEC rules for rollup transactions
Ninth circuit, transaction exemptions, 2:29	generally, 2:88 to 2:112
Notice requirements	allocation of rollup consideration, 2:94
rollup legislation, below	amendments to rollup rules, generally, 2:104
sales under Rule D, 2:17	to 2:112
Number of offerees, 2:24	application of the rules, 2:90
NY Stock Exchange rollup rules, 2:125, 2:129	appraisals and reports, 2:98, 2:112
Preemption, rollup legislation, 2:114	background of, reasons for, and alternatives
Private offering exemption, 2:5, 2:6	to the rollup transaction, 2:95
Proxy rules. Rollup legislation, below	California coordination with federal regula-
Public offerings, Regulation T, 2:70 to 2:73	tion of rollup transactions, 2:125
Registration	comparative information, 2:93
broker-dealer problems, 2:57 to 2:62	conflicts of interest, 2:96
requirements of 1933 Act, exemptions from.	definitions, 2:105 to 2:108
Transaction exemptions, below	differential or contingent compensation,
state registration of securities. 2:54 to 2:56	2:111

SECURITIES LAWS AFFECTING REAL ESTATE SYNDICATIONS - OVERVIEW	SECURITIES LAWS AFFECTING REAL ESTATE SYNDICATIONS - OVERVIEW
—Cont'd	—Cont'd
Rollup legislation—Cont'd	Transaction exemptions—Cont'd
SEC rules for rollup transactions—Cont'd	resale, prevention of, 2:30
disclosure requirements, generally, 2:91 to 2:102, 2:112	Rule 504, 2:9 Rule 505, 2:10
excluded/nonexclused transactions, 2:106 to	Rule 506, 2:11
2:108	Rule 500, 2:11 Rule 507, 2:12
fairness of the rollup transaction, 2:97,	Rule 508, 2:13
2:112	scope of Regulation D, 2:8
fairness options, 2:112	Section 4(6), 2:18
income tax consequences, 2:101	size of offering, 2:27
notice provisions, proxy and tender offer	who is an "issuer," 2:19 to 2:22
rules revisions, 2:110 preliminary communications, exemption for,	Two-tier partnerships, Investment Company Act of 1940, 2:78
2:109 pro forma financial statements and selected	Voting rights, California rollup legislation, 2:119
financial data, 2:100	Willful violations, 2:50
proxy and tender offer rules revisions, 2:109, 2:110	SEGREGATED ACCOUNTS Interest deduction, 8:50
"regularly traded" defined for purposes of rollup rules exclusion, 2:108	SEIZURE OF ASSETS
reports, opinions and appraisals, 2:98, 2:112	Tax shelters, 17:43
risk factors and effects of transaction, 2:92	SELF-ACQUIRED PROPERTY
source and amount of funds and transactional expenses, 2:99	Passive activity losses and credits, 6:191
supplemental disclosure documents, 2:103	SELF-CHARGED INTEREST
Rule 2310, 2:64	Passive activity losses and credits
SEC five factor test, 2:32	generally, 6:69 to 6:85
Size of offering, 2:27	for detailed treatment see index heading PASSIVE ACTIVITY LOSSES AND CREDITS
State registration of securities, 2:54 to 2:56	SELF-CONSTRUCTED PROPERTY
Substantial penalties test, 2:43 Time lapses, Investment Company Act of 1940,	
2:77	Depreciation and tax credits, 7:61 SELF-EMPLOYED HEALTH INSURANCE
Transaction exemptions	DEDUCTION DEDUCTION
generally, 2:5 to 2:30	Omnibus Budget Reconciliation Act of 1993,
access to information, 2:26	22:14
alternative, 2:23	CELE EMBLOVMENT TAV
Condisco, who is an "issuer," 2:22	SELF-EMPLOYMENT TAX Cost shoring magazines 10.63
decisional law apart from Regulation D, 2:23 to 2:29	Cost-sharing programs, 10:63 Farming activities, 11:7
disclosure of information, 2:26	Limited liability companies, 4:25
fifth circuit, 2:28	S corporations, 3:48
general conditions of Rule D, 2:15	•
Holschuh, who is an "issuer," 2:21	SELLER FINANCING
information requirements of Rule D, 2:16	At risk rules, 5:10
Murphy, who is an "issuer," 2:20	SERVICE CONTRACTS
nature of offerees, 2:25	Tax-exempt leasing, 15:15
ninth circuit, 2:29	SERVICE OF PROCESS AND PAPERS
notice of sales under Rule D, 2:17	Final 1994 regulations, 9:49
number of offerees, 2:24	· ·
preventing resale, 2:30	SERVICE PARTNERSHIPS
private offering exemption, 2:5, 2:6	Passive activity losses and credits, 6:89
Regulation, who is an "issuer," 2:19	SETTLEMENT AND COMPROMISE
Regulation D, generally, 2:7 to 2:17	Closing agreements, 17:137

SETTLEMENT AND COMPROMISE—Cont'd

Installment agreements, 17:134 to 17:137

IRS audit program: compliance, reporting, and penalty provisions, **17:100**, **17:134**

NOLs, application to "settled" cases, 17:136

Piggyback agreements, 17:134

Qualified funds. See index heading qualified SETTLEMENT FUNDS AND ESCROWS

Taxpayer Relief Act of 1997, 23:33

Tax shelters, 17:41

SEVEN DAY RULE

Passive activity losses and credits, 6:152

SEVENTY-FIVE PERCENT ASSETS TEST

Real estate investment trusts, 3:95

SEVENTY-FIVE PERCENT INCOME TEST

See index heading REAL ESTATE INVESTMENT TRUSTS (REITS)

SEVEN YEAR CLASS OF PROPERTY

Depreciation and tax credits, 7:20

SHAM TRANSACTIONS

Deductions, 10:97

SHARED APPRECIATION MORTGAGES (SAMs)

Real estate investment trusts, **3:74** Taxpayer Relief Act of 1997, **23:51**

SHARE OF OWNERSHIP REQUIREMENT

Real estate investment trusts, 3:64

SHELTERS

See index heading TAX SHELTERS

SHORT TAXABLE YEARS

Depreciation and tax credits, 7:29 to 7:37

SHORT-TERM DEBT

Debt restructurings, workouts, and bankruptcies of partnerships, 21:129

SIGNATURE RULES

Income tax return preparers: penalties, 17:176

SIMULTANEOUS CHANGES

Debt-for-debt exchanges, 21:91

SINGLE CLASS OF STOCK REGULATIONS

S corporations, 3:52

SIZE OF OFFERING

Securities laws affecting real estate syndications - overview, 2:27

SMALL BUSINESSES

Corporations. See index heading SMALL CORPORA-

Investment incentive provisions, 22:29, 22:30

SMALL BUSINESSES—Cont'd

Partnerships. See index heading SMALL PARTNERSHIPS

SMALL BUSINESS STOCK, GAIN ON

Alternative minimum tax. 12:24

SMALL BUSINESS TRUSTS

S corporations, 3:55

SMALL CORPORATIONS

Alternative minimum tax, 12:5 Taxable corporations, 3:21 Taxpayer Relief Act of 1997, 23:4

SMALL PARTNERSHIPS

Generally, 4:8

IRS audit program: compliance, reporting, and penalty provisions, **17:109**Taxpayer Relief Act of 1997, **23:35**

SPECIAL RECAPTURE PROVISIONS

Accounting methods, 11:57

SPECIAL RULES

Passive activity. See index heading passive activ-ITY LOSSES AND CREDITS

SPECIAL SALE-LEASEBACK

Accounting methods, 11:55

SPECIAL USE VALUATION

Taxpayer Relief Act of 1997, 23:10

SPIN OFFS

See index heading TAXABLE CORPORATIONS, 3:25

SPOUSAL PARTICIPATION

Passive activity losses and credits, **6:41**, **6:171**, **6:215**

SRPM

Defined, 21:96

STACKING

Partnership taxation, 4:87 to 4:90

STAGED ADMISSIONS

Partnership taxation, 4:342

STARS (STRUCTURED TRUST ADVANTAGED REPACKAGED SECURITIES)

Tax shelters, 17:81

START-UP EXPENSES

Deductions, 10:7, 10:8

STATE INCOME TAX

Limited liability companies, 4:41

STATE LOW INCOME HOUSING AUTHORITY

Low income housing. See index heading Low INCOME HOUSING CREDIT

STATE OR MUNICIPAL PLANS

Pooled investment vehicles, 13:38

STATUTE OF LIMITATIONS

See index heading LIMITATIONS PERIOD

STAY OF PROCEEDINGS

Partnerships audit provisions, 17:107

STOCK-FOR-DEBT EXCEPTION

Omnibus Budget Reconciliation Act of 1993, 22:39

STOCK OPTIONS

Tax shelters, 17:77

STRIPPED PREFERRED STOCK

Omnibus Budget Reconciliation Act of 1993, 22:8

STRUCTURED TRUST ADVANTAGED REPACKAGED SECURITIES (STARS)

Tax shelters, 17:81

STRUCTURING CONSIDERATIONS

Passive activity losses and credits, 6:123 to 6:126

SUBLEASES

Accounting methods, 11:72, 11:76 Tax-exempt leasing, 15:45

SUBORDINATION

Debt-for-debt exchanges, 21:84

SUBROGATION

Partnership taxation, 4:72

SUBSIDIARIES

Taxpayer Relief Act of 1997, 23:52

SUBSTANTIALLY APPRECIATED PROPERTY

Omnibus Budget Reconciliation Act of 1993, 22:44

Taxpayer Relief Act of 1997, 23:26

SUBSTANTIAL PENALTIES TEST

Securities laws affecting real estate syndications - overview, 2:43

SUBSTANTIAL UNDERSTATEMENT PENALTY

Omnibus Budget Reconciliation Act of 1993, 22:59

SUBSTANTIATION REQUIREMENTS

Omnibus Budget Reconciliation Act of 1993, 22:17

SUBSTITUTED COST METHOD

Uniform capitalization rules, 10:42

SUB SUBSIDIARIES

Unrelated business taxable income (UBTI), 13:7

SUPPLEMENTAL WAGES

Omnibus Budget Reconciliation Act of 1993, 22:22

SYNDICATION EXPENSES

Deductions, 10:9 to 10:12

T

TAMRA

Accounting methods. See index heading ACCOUNTING METHODS

Low income housing credit, 7:113

Pooled investment vehicles, 13:45

UBTI. See index heading unrelated business tax-ABLE INCOME (UBTI), 13:13 to 13:29 Uniform capitalization rules, 10:46

TANGIBLE PROPERTY REQUIREMENT

Passive activity losses and credits, 6:150

TAXABLE CORPORATIONS

Generally, 3:3 to 3:46

Accumulated earnings tax, 3:40

Act of 1986, taxation after, generally, 3:3 to 3:40

Anti-Morris trust regulations, 3:25

Architectural services, domestic production deduction, **3:15**

Built-in loss, anti abuse rules for loss recognition, 3:32

Contribution of loss property, 3:29

Controlled subsidiaries, liquidations of, 3:20

Control requirement, Section 351 (organization) transactions, **3:6**

Cooperative housing corporations. See index heading COOPERATIVE HOUSING CORPORATIONS

Corporate equity reduction transactions (CERTs), 3:38

Corporate inversions, 3:39

Definition of tenant-stockholder, 3:41

Depreciation cooperative housing corporations, 3:42

Domestic production deduction, 3:12 to 3:16

Engineering services, domestic production deduction, **3:15**

Equity reduction, corporate equity reduction transactions (CERTs), **3:38**

Foreign corporations, transfers to, 3:37

General utilities rule, 3:4

Loss limitation rules, 3:28 to 3:32

Merger and acquisitions, 3:26

Mineral extraction, domestic production deduction, **3:16**

TAXABLE CORPORATIONS—Cont'd	TAX-EXEMPT ENTITIES—Cont'd
Net operating losses, 3:35, 3:36	ERISA plan asset regulation
Nondeductible maintenance payments, increase	generally, 13:52 to 13:66
in adjusted basis by, 3:44	for detailed treatment see index heading ERISA
Non liquidating distribution, 3:33	PLAN ASSET REGULATION
Nonrecognition transaction, generally, 3:11	Form of ownership, 3:122
Preferred stock, Section 351 (organization)	Interest deduction, loss of, 13:48
transactions, 3:7	Leasing
Proportionate share, cooperative housing corporations, 3:45	generally, 15:1 to 15:49
Related parties, loss limitation rules, 3:28	for detailed treatment see index heading TAX-
Reorganizations, 3:18, 3:19	EXEMPT LEASING
S corporations, liquidation of, 3:34	Native Americans, 13:67 Other tax benefits, loss of, 13:49
Section 277, application of, 3:34	Pension plan, UBTI consequences of, 13:50
Section 338 elections, 3:30	Pooled investment vehicles
Section 350 elections, 5.50 Section 351 (organization) transactions	generally, 13:31 to 13:46
generally, 3:5	for detailed treatment see index heading POOLED
control requirement, 3:6	INVESTMENT VEHICLES
liabilities assumed, 3:8, 3:9	Recharacterization of debt as equity, generally,
preferred stock, 3:7	13:47 to 13:51
recourse vs nonrecourse, 3:9	Unrelated business taxable income (UBTI)
treasury stock, 3:10	generally, 13:2 to 13:30
Small corporations, 3:21	for detailed treatment see index heading UNRE-
Spin offs	LATED BUSINESS TAXABLE (UBTI)
generally, 3:22	Use property, 7:44
active business requirement, 3:23	TAX-EXEMPT LEASING
anti-Morris trust regulations, 3:25	Generally, 15:1 to 15:49
valid business purpose, 3:24	Alternatives to qualified allocations, 15:43
Treasury stock, section 351 (organization)	Binding contracts, 15:46
transactions, 3:10	Capital account restatement, 15:26
Wineries, 3:27	Catch-up reduction, 15:29
TAXABLE MORTGAGE POOLS	Computation issues, generally, 15:29 to 15:31
Real estate mortgage investment conduits	Controlled entities defined, 15:20 to 15:23
(REMICs), 19:31 , 19:32	Cumulative return, 15:35, 15:37
TAXABLE YEAR	Decrease in use property, 15:30
	Deductions allocated to contributing partners,
Partnership taxation, 4:45	15:40
TAX AVOIDANCE LOANS	Definitions, 15:2, 15:3, 15:18 to 15:23
Below-market interest rates, 9:28	Depreciation, 7:70, 15:13
TAX BENEFIT RULE	Effective dates
Dispositions of property, 14:6	generally, 15:44 to 15:49
	binding contracts, 15:46
TAX CREDITS	controlled entities, 15:22
Generally, 7:1 to 7:124	foreign persons, special rules for, 15:49
For detailed treatment see index heading	leased property, 15:47
DEPRECIATION AND TAX CREDITS	leases and subleases, 15:45
TAX CUTS AND JOBS ACT	partnerships, 15:48
Cancellation of debt income, 11:40	renewals, 15:45
TAX DEPRECIATION ALLOCATIONS	Election out, 15:23
Partnership taxation, 4:242	Exceptions, 15:11 to 15:15
•	Flip percentages, 15:34
TAX-EXEMPT ENTITIES	Foreign persons, special rules for, 15:49
Generally, 13:1 to 13:67	Frequency of recomputing, 15:31
Bond financed property, 7:45	Gain chargebacks, 15:36 to 15:40
Depreciation and tax credits, 7:44, 7:45	Improvements, 15:11

TAXPAYER RELIEF ACT OF 1997—Cont'd TAX-EXEMPT LEASING—Cont'd Earnings and profits, 23:44 Like-kind exchanges, **15:9** Electing large partnerships, generally, 23:37 to No 35 percent threshold, 15:27 Open issues, generally, 15:28 to 15:42 23:40 Environmental cleanup costs, 23:9 Options for purchase or sale, 15:6 Estate use valuation, 23:10 Participation of tax-exempt entity, 15:5 Partnerships, treatment of, generally, 15:16 to Excess noncash income, 23:45 15:43, 15:48 Exempt organizations, 23:11 Pass-through entities, treatment of, generally, Farmers, 23:3, 23:12 15:16 to 15:43 Foreclosure property, 23:46 Prior depreciation, 15:38 Hedging income, 23:47 Proportionate share defined, 15:18 Home office deduction, 23:13 Publicly traded stock, exception, 15:21 Innocent spouse, partnerships, 23:22 Oualified allocations, generally, 15:17, 15:32 to Interest on a deficiency, 23:29 15:42 Involuntary conversions, 23:14 Qualified income effect, 15:25 IRS audit program: compliance, reporting, and Renewals, 15:45 penalty provisions, 17:97 Required special allocations, 15:39 Lease improvements, 23:15 Service contracts vs leases, 15:15 Like-kind exchanges, 23:16 Shifts in tax items per economics, 15:34, 15:35 Limitations period challenge, TEFRA audit Special rules and exceptions, 15:11 to 15:15 procedures, 23:30 Subleases, 15:45 Limited partner definition, 23:23 Medical insurance, 23:17 Substantial economic effect, 15:24 to 15:26 Tax credits, 15:14 Net operating losses, 23:18 Term of lease exceeding twenty years, 15:7 to Notification rules, electing large partnerships, 15:9 23:38 Transfer, use after, 15:10 Oil and gas, 23:19 Transfer of interests, other allocations involving, Partnerships 15:41, 15:42 generally, 23:20 to 23:26 Use property, generally, 15:4 to 15:10 audits, electing large partnerships, 23:40 basis, allocation of, 23:20 TAX EXEMPT OBLIGATIONS deceased partner's tax year, 23:21 Interest deduction, 8:45, 8:66 definition, 23:23 TAX EXEMPT USE PROPERTY electing large partnerships, generally, 23:37 to 23:40 Depreciation and tax credits, 7:44 innocent spouse, 23:22 TAX FREE EXCHANGES limited partner definition, 23:23 Depreciation and tax credits, 7:56 notification rules, electing large partnerships, 23:38 TAX LIENS pre contribution gain, 23:24 Income tax return preparers: penalties, 17:189 publicly traded partnerships, 23:25 **TAXPAYER RELIEF ACT OF 1997** return filing, electing large partnerships, 23:39 Generally, 23:1 to 23:54 simplified reporting, electing large partner-Accounting methods, 23:1 ships, 23:37 Alternative minimum tax, 23:2 to 23:4 substantially appreciated property, 23:26 Audits, electing large partnerships, 23:40 Penalties, TEFRA audit procedures, 23:31 Bad debts, 23:28 Pre contribution gain, partnerships, 23:24 Basis, allocation of, 23:20 Prohibited transactions, real estate investment Capital gains, 23:5, 23:43 trusts (REITs), 23:49 Conservation easement, 23:6 Publicly traded partnerships, 23:25 Credit carryovers, 23:7 Real estate investment trusts (REITs) generally, 23:41 to 23:53 Deceased partner's tax year, 23:21 capital gains, 23:43 Definitions, 23:23 earnings and profits, 23:44 Depreciation adjustment, alternative minimum tax, 23:2 excess noncash income, 23:45 Disaster areas, 23:8 foreclosure property, 23:46

TAXPAYER RELIEF ACT OF 1997—Cont'd	TAX SHELTERS
Real estate investment trusts (REITs)—Cont'd	Generally, 17:30 et seq.
hedging income, 23:47	Abusive tax shelters, generally, 17:30 to 17:36
ownership determination, 23:48	Accounting rules, 17:70
prohibited transactions, 23:49	Accuracy related penalty, 17:13
related entity income, 23:50	Aiding abetting provision, 17:44
safe harbor, 23:49	Amended returns, 17:42
shared appreciation mortgages, 23:51	Amendments, 17:42, 17:56 to 17:58
subsidiaries, 23:52	Appeals manual of IRS, 17:40
tenant services income, 23:53	Attorney practice rules, 17:33
thirty percent income test, 23:42	Audit considerations, generally, 17:37 to 17:43
Refund claims, 23:32	Blue Sky registration requirements, 17:60 to 17:64
Related entity income, 23:50	California Blue Sky registration requirements,
Residence sales, 23:54	17:60 to 17:63
Return filing, electing large partnerships, 23:39	Circular 230, attorney practice rules, 17:33
Safe harbor, 23:49	Clarification of promoter lists of tax shelter
Settlement with IRS, 23:33	investors, 17:68
Shared appreciation mortgages, 23:51	Conservation easement "deals," 17:73
Simplified reporting, electing large partnerships,	Contested liability trusts, 17:72
23:37 Small corporations, alternative minimum tax,	Continuing participation of tax shelter organizers, 17:57
23:4	Debt assumption to increase basis, 17:74, 17:76
Small partnerships, 23:35	Definitions, 17:53
Special use valuation, 23:10	Depreciation method, 17:55
Subsidiaries, 23:52	Deregistration, 17:58
Substantially appreciated property, 23:26	Disclosure and reporting rules, 17:69
TEFRA audit procedures	Distressed asset-debt transactions, 17:75
generally, 23:27 to 23:36	ESOPs holding S corporation stock, 17:76 to
bad debts, 23:28	17:78
interest on a deficiency, 23:29	Ethical standards, 18:7 , 18:18
limitations period challenge, 23:30	Examination handbook of IRS, 17:39
penalties, 23:31	Executive stock options, 17:77
refund claims, 23:32	Exempt bond opinions, 17:34
service's discretion, 23:34	Exemptions bond opinions, 17:34
settlement with IRS, 23:33	limited partner tax shelter ratio not exceeding 2
small partnerships, 23:35	to 1, 17:50, 17:51
tolling limitations period, 23:36	promoter lists of tax shelter investors, 17:67
worthless securities, 23:28	publicly held limited partnerships, 17:52 to
Tenant services income, 23:53	17:55
Thirty percent income test, real estate investment trusts (REITs), 23:42	Foreign currency straddles, 17:78 Foreign loss importation, 17:79 , 17:80
Tolling limitations period, 23:36	Identifying abusive tax shelters, 17:37
Worthless securities, 23:28	Identifying particular tax shelters
TAX PLANNING	generally, 17:72 et seq.
Partnership taxation, 4:295 , 4:393 , 4:394	conservation easement "deals," 17:73
Farmership taxation, 4.295 , 4.395 , 4.394	contested liability trusts, 17:72
TAX RATES	debt assumption to increase basis, 17:74
Economics of real estate transactions	distressed asset-debt transactions, 17:75
generally, 1:21 to 1:38	ESOPs holding S corporation stock, 17:76 to
for detailed treatment see index heading ECO-	17:78
NOMICS OF REAL ESTATE TRANSACTIONS	executive stock options, 17:77
TAX REFORM ACT OF 1984	foreign currency straddles, 17:78
	foreign loss importation, 17:79, 17:80
Debt-for-equity exchanges, 21:112	partnership straddles, 17:80

TAX SHELTERS—Cont'd

Identity of client, 17:35

Interest rate, 17:85

Investment base, 17:54

Investor reporting, 17:62

IRS measures aimed at, generally, 17:30 to 17:81

IRS real estate examination tax shelters handbook and appeals manual, **17:39**, **17:40**

List maintenance rules, 17:48, 17:49

Lists of tax shelter investors, 17:65 to 17:68

Maintenance of promoter lists of tax shelter investors. **17:66**

Notification of investors, 17:38

Partnership straddles, 17:80

Penalties, specified penalties, 17:36

Prefiling notification of investors, 17:38

Problem issues, 17:50 to 17:58

Projected income investment defined, 17:53

Promoter lists of tax shelter investors, **17:65 to 17:68**

Reasonable cause, 17:63

Registration number, 17:60

Registration requirements, generally, 17:45 to 17:68

Registration rules, 17:47

Registration rules/6111, 17:46

Reporting rules, 17:69

Revenue procedure 83-78 and IRS audit considerations, 17:37 to 17:43

Section 6700 promoting abusive tax shelters, 17:31

Section 6701 aiding abetting provision, **17:44**

Section 7408 injunctions against promoters of abusive tax shelters, 17:32

Seizure of assets, 17:43

Settlement initiative, 17:41

Structured Trust Advantaged Repackaged Securities (STARS), 17:81

Technical correction, 17:56

Tiered partnership arrangements, 17:59

TECHNICAL CORRECTIONS

Tax shelters, 17:56

Unrelated business taxable income (UBTI), 13:29

TEFRA

Audit procedures

generally, 23:27 to 23:36

for detailed treatment see index heading Taxpayer Relief Act of 1997

TEMPORARY INVESTMENTS

Real estate investment trusts, 3:67

TEMPORARY REGULATIONS

Partnerships. See index heading partnership taxa-

TENANT EQUITY PARTICIPATION

Accounting methods, 11:68, 11:78 to 11:83 Partnership taxation, 4:83

TENANT QUALIFICATION

Low income housing credit, 7:100, 7:118

TENANT SERVICES INCOME

REIT qualification requirements, **3:70**, **3:71** Taxpayer Relief Act of 1997, **23:53**

TEN PERCENT DE MINIMIS RULE

Partnership taxation, 4:113, 4:129, 4:135, 4:143

TEN PERCENT REQUIREMENT

Rental real estate activities \$25,000 exemption, **6:96**

TEN PERCENT RULE

Passive activity losses and credits, 6:203

TEN YEAR CLASS OF PROPERTY

Depreciation and tax credits, 7:21

TERMINATION

Accounting methods, 11:28, 11:29

Debt restructurings, workouts, and bankruptcies of partnerships, **21:160**

Partnership taxation. See index heading PARTNER-SHIP TAXATION

S corporations, **3:53**, **3:54**

TERM OF LEASE

Tax-exempt leasing, 15:7 to 15:9

THEFT LOSS

Deductions, 10:84

THIRD INSTALLMENT OF IRS PASSIVE LOSS REGULATIONS

Passive activity losses and credits

generally, **6:256 to 6:268**

for detailed treatment see index heading Passive ACTIVITY LOSSES AND CREDITS

THIRTY DAY RULE

Interest deduction, 8:49

THIRTY DAY/SIGNIFICANT SERVICES RULE

Passive activity losses and credits, 6:153

THIRTY-ONE AND ONE-HALF YEAR CLASS OF PROPERTY

Depreciation and tax credits, 7:25

THIRTY PERCENT INCOME TEST

Real estate investment trusts, 3:76, 3:92, 23:42

THREE YEAR CLASS OF PROPERTY

Depreciation and tax credits, 7:18

TIERED ENTITIES

Accounting methods, 11:20 to 11:23

TIERED ENTITIES—Cont'd

Partnerships. See index heading Partnership Taxa-TION

Passive activity losses and credits, **6:78**, **6:205**

TIMBER

Uniform capitalization rules, 10:54

TIME OR DATE

Debt-for-debt exchanges. See index heading DEBT-FOR-DEBT EXCHANGES

Deductions, 10:88

Depreciation. See index heading DEPRECIATION AND TAX CREDITS

Effective dates. See index heading EFFECTIVE DATES Extension of time to file, 17:94

IRS audit program: compliance, reporting, and penalty provisions, 17:128

Low income housing credit, 7:90

Partnership taxation, 4:292

Passive activity. See index heading passive activity losses and credits

Securities laws affecting real estate syndications - overview, 2:77

Uniform capitalization rules, 10:28

TIME VALUE OF MONEY

Economics of real estate transactions, 1:7

TITLE AND OWNERSHIP

Accounting methods, 11:82

TITLE HOLDING COMPANIES

Omnibus Budget Reconciliation Act of 1993, 22:34

TOLLING LIMITATIONS PERIOD

Taxpayer Relief Act of 1997, 23:36

TRACING RULES

Interest deduction, **8:33**, **8:43** to **8:46**Uniform capitalization rules, **10:27**, **10:31** to **10:33**

TRADE OR BUSINESS

Passive activity. See index heading Passive activ-ITY LOSSES AND CREDITS

TRADE PAYABLES

Partnership taxation, 4:225

TRANSACTION EXEMPTIONS

Securities laws affecting real estate syndications - overview

generally, 2:5 to 2:30

for detailed treatment see index heading SECU-RITIES LAWS AFFECTING REAL ESTATE SYNDICA-TIONS - OVERVIEW

TRANSFERABILITY OF INTERESTS

Limited liability companies, **4:29**, **4:38**

TRANSFERS

See index heading sales or transfers

TRAVEL EXPENSES

Omnibus Budget Reconciliation Act of 1993, **22:9**

TREASURY DEPARTMENT RULES OF PRACTICE

Ethical standards. See index heading ETHICAL STANDARDS

TRIGGERING RULES

Partnership taxation, 4:250, 4:251, 4:270, 4:271

TRUE LEASE CHECKLIST

Sale-leaseback transactions. 14:72

TRUSTS

See index heading estates and trusts

TWELVE MONTH RULE

Passive activity losses and credits, 6:198

TWENTY-FIVE PERCENT ASSETS TEST

Real estate investment trusts, 3:96

TWENTY-SEVEN AND ONE-HALF YEAR CLASS OF PROPERTY

Depreciation and tax credits, 7:24

TWENTY YEAR CLASS OF PROPERTY

Depreciation and tax credits, 7:23

TWO-TIER PARTNERSHIPS

Investment Company Act of 1940, 2:78

U

UBTI

See index heading unrelated business taxable income (UBTI)

UNDERSTATEMENT PENALTY

Income tax return preparers: penalties generally, **17:163 to 17:190**

for detailed treatment see index heading income TAX RETURN PREPARERS: PENALTIES

UNDERTAKING RULES

Passive activity losses and credits, 6:222 to 6:225

UNFUNDED DEFERRED BENEFITS

Accounting methods, 11:6

UNIFORM CAPITALIZATION RULES

Generally, 10:15 to 10:55

Accumulated production expenditures, 10:21

Act of 1986, generally, 10:15

Animals, 10:55

Avoided cost method, 10:18

Bioenergy program payments, 10:51

Common features, 10:20

UNIFORM CAPITALIZATION RULES UNIFORM CAPITALIZATION RULES -Cont'd -Cont'd Consistency of interest capitalization, 10:36 Tracing and avoided cost rules, 10:27, 10:31 to 10:33 Contract, property produced under, 10:23 Crop insurance proceeds, 10:52 UNRELATED BUSINESS TAXABLE INCOME Deferred asset method, 10:41 (UBTI) Definition of related party, 10:39 Generally, **13:2** to **13:30** Effective dates, final regulations after, 10:47 Absence of qualified allocations, 13:14 Election to avoid tracing requirement, 10:33 Acquisition indebtedness, generally, **13:8** to Farming, 10:50 to 10:55 13:30 Final regulation, 10:47 to 10:49 Affiliate debt, 13:11 Flow-through entity rules, 10:30, 10:43 to 10:45 Chargebacks, 13:18, 13:25 Mechanics of interest capitalization, 10:34 to Contingent loss allocation problem, 13:17 10:36 Deficit account capital balances, provisions Methods of determining amount of additional preventing, 13:24 capitalization, 10:40 to 10:42 Defined. 13:2 Notice 88-99 Disproportionate allocation rules, 13:16 generally, 10:26 to 10:45 Disregarding special allocations, 13:23 consistency of interest capitalization, 10:36 Dividend exclusion, 13:3 deferred asset method, 10:41 definition of related party, 10:39 Effective dates, 13:28 determination of when interest is paid or Exclusions. 13:3 to 13:7 incurred, 10:37 Exculpating tax-exempt partners, 13:30 election to avoid tracing requirement, 10:33 Fractions rule, generally, 13:16, 13:21 to 13:28 extent of interest capitalization, 10:35 Interest exclusion, 13:3 flow-through entity rules, 10:30, 10:43 to Offsets, 13:25 10:45 Omnibus Budget Reconciliation Act of 1993, mechanics of interest capitalization, 10:34 to 22:36 10:36 Partnership transactions, 13:12 methods of determining amount of additional Pension plan, UBTI consequences of, 13:50 capitalization, 10:40 to 10:42 Preferred returns and guaranteed payment related party avoided cost rules, 10:29, 10:38 problem, 13:19, 13:22 to 10:42 Profit on sale exclusion, 13:4 related party rules, 10:29 Publicly Traded Partnership exception, 13:6 substituted cost method. 10:42 Relief from acquisition indebtedness, generally, summary, 10:26 to 10:30 13:9 to 13:30 timing of payment interest, 10:28 Rents, exclusions, 13:5 tracing and avoided cost rules, 10:27, 10:31 to Special rules, 13:26 10:33 Subsidiaries, 13:7 Ordering rules and contingent interest, 10:19 TAMRA changes 1986 and 1987 Acts, generally, Plants, 10:53 13:13 to 13:29 Production of real property, 10:17 Technical corrections act, 13:29 Production period, 10:22 Tiered partnerships, 13:27 Regulations, generally, 10:16 to 10:23 **UP-REITS** Related party avoided cost rules, 10:29, 10:38 to Real estate investment trusts, 3:113, 3:117 10:42 Related party rules, 10:29 USEFUL LIFE Removal costs, 10:66 Depreciation and tax credits, 7:54, 7:55 Substituted cost method, 10:42 Summary USE OF PROPERTY regulations, 10:16 Accounting methods. See index heading ACCOUNTuniform capitalization rules, 10:26 to 10:30 ING METHODS TAMRA, 10:46 Sale of principal residence, 14:55 Timber, 10:54 Tax-exempt leasing. See index heading TAX-Timing of payment interest, 10:28 EXEMPT LEASING

USURY

See index heading interest and usury

V

VALUE AND VALUATION

Partnership taxation, 4:184, 4:193, 4:218

VARIABLE RATE INSTRUMENTS

Debt-for-debt exchanges, 21:74 Original issue discount, 9:18

VARIABLE RATE OF INTEREST

Final 1994 regulations, 9:51

VARYING INTEREST RULE

Partnership taxation, 4:438

VERIFICATION

Income tax return preparers: penalties, 17:168

VERTICAL INTEGRATION

Passive activity losses and credits, 6:231

VOTING RIGHTS

California rollup legislation, 2:119

 \mathbf{W}

WAIVER AND ESTOPPEL

Debt-for-debt exchanges, **21:69** Partnership, **4:424**

WATER RIGHTS

Dispositions of property, 14:3

WELL-BY-WELL DETERMINATION

Passive activity losses and credits, 6:210

WIDELY HELD FIXED INVESTMENT TRUSTS (WHFITs)

IRS audit program: compliance, reporting, and penalty provisions, intercompany sharing of

WIDELY HELD FIXED INVESTMENT

TRUSTS (WHFITs)—Cont'd

tax information required, 17:140

WIDELY HELD MORTGAGE TRUSTS (WHMTs)

IRS audit program: compliance, reporting, and penalty provisions, intercompany sharing of tax information required, **17:141**

WILLFUL AND WILLFULNESS

Ethical standards, 18:16

Income tax return preparers: penalties, **17:180**Securities laws affecting real estate syndications - overview, **2:50**

WINERIES

Taxable corporations, 3:27

WITHHOLDING

Foreign investment. See index heading foreign investment in us real estate: withholding obligations

WORKOUTS

Partnerships. See index heading debt restructur-INGS, WORKOUTS, AND BANKRUPTCIES OF PARTNER-SHIPS

WORTHLESS SECURITIES

Taxpayer Relief Act of 1997, 23:28

WRAPAROUND MORTGAGES

Partnership taxation, 4:451

Y

YIELD

Debt-for-debt exchanges, **21:73 to 21:75** Original issue discount, **9:7**

 \mathbf{Z}

ZERO VALUE LIQUIDATION TEST

Partnership taxation, 4:67