

2011 TAX RETURN

Client Copy

Client: DS12-002

Prepared for: ANDROCYTE, LLC.
[REDACTED]
AVENTURA, FL 33180
[REDACTED]

Prepared by: Steven M. Samuels
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Date: August 30, 2012

Comments:

Route to: _____

prepared for:


AVENTURA, FL 33180


PARKLAND, FL 33067-4420

Steven M. Samuels CPA, PA

PARKLAND, FL 33067-4420

**Client DS12-002
August 30, 2012**

ANDROCYTE, LLC.

AVENTURA, FL 33180

FEDERAL FORMS

Form 1065	2011 U.S. Return of Partnership Income
Schedule B-1	Information on Partners Owning 50% or More
Schedule K-1	Partner's Share of Income, Deductions, Credits
Form 7004	Automatic Extension of Time to File
Form 8879-PE	IRS e-file Signature Authorization

FEE SUMMARY

Preparation Fee

ANDROCYTE, LLC.

45-1804323

TRADE OR BUSINESS INCOME

Total income (loss)..... 0

TRADE OR BUSINESS DEDUCTIONS

Taxes and licenses..... 173

Other deductions..... 201,296

Total deductions..... 201,469

SCHEDULE K - INCOME

Ordinary business income (loss)..... -201,469

Interest income..... 47

SCHEDULE K - OTHER

Nondeductible expenses..... 2,447

Investment income..... 47

SCHEDULE L - BALANCE SHEET

Beginning Assets..... 0

Beginning Liabilities and Capital..... 0

Ending Assets..... 80,002

Ending Liabilities and Capital..... 80,002

ANDROCYTE, LLC.

45-1804323

ENDING ASSETS

Cash.....		47,122
Intangible assets.....	32,880	
Less accumulated amortization.....	(0)	32,880
Total Assets.....		80,002

ENDING LIABILITIES & CAPITAL

Loans from partners.....		23,871
Partners' capital accounts.....		56,131
Total Liabilities and Capital.....		80,002

ANDROCYTE, LLC.

45-1804323

ADDITIONS TO FEDERAL INCOME

Total additions..... 0

SUBTRACTIONS FROM FEDERAL INCOME

Total subtractions..... 0

Sub-total..... 0

Partnership income adjustment..... 0

2011

General Information

Page 1

ANDROCYTE, LLC.

45-1804323

Forms needed for this return

Federal: 1065, Sch B-1, Sch K-1, 7004

Carryovers to 2012

None

**IRS e-file Signature Authorization
for Form 1065**

2011

For calendar year 2011, or tax year beginning _____, 2011,
ending _____.

▶ See instructions. Do not send to the IRS. Keep for your records.

Department of the Treasury
Internal Revenue Service

Name of partnership
ANDROCYTE, LLC.

Employer identification number
45-1804323

Part I Return Information (Whole dollars only)

1 Gross receipts or sales less returns and allowances (Form 1065, line 1e)	1	
2 Gross profit (Form 1065, line 3)	2	
3 Ordinary business income (loss) (Form 1065, line 22)	3	-201,469.
4 Net rental real estate income (loss) (Form 1065, Schedule K, line 2)	4	
5 Other net rental income (loss) (Form 1065, Schedule K, line 3c)	5	

Part II Declaration and Signature Authorization of General Partner or Limited Liability Company Member Manager (Be sure to get a copy of the partnership's return)

Under penalties of perjury, I declare that I am a general partner or limited liability company member manager of the above partnership and that I have examined a copy of the partnership's 2011 electronic return of partnership income and accompanying schedules and statements and to the best of my knowledge and belief, it is true, correct, and complete. I further declare that the amounts in Part I above are the amounts shown on the copy of the partnership's electronic return of partnership income. I consent to allow my electronic return originator (ERO), transmitter, or intermediate service provider to send the partnership's return to the IRS and to receive from the IRS (a) an acknowledgement of receipt or reason for rejection of the transmission and (b) the reason for any delay in processing the return. I have selected a personal identification number (PIN) as my signature for the partnership's electronic return of partnership income.

General Partner or Limited Liability Company Member Manager's PIN: check one box only

I authorize Steven M. Samuels CPA, PA to enter my PIN 49127 as my signature on the partnership's 2011 electronically filed return of partnership income.
ERO firm name do not enter all zeros

As a general partner or limited liability company member manager of the partnership, I will enter my PIN as my signature on the partnership's 2011 electronically filed return of partnership income.

General partner or limited liability company member manager's signature ▶ _____
Title ▶ _____ Date ▶ _____

Part III Certification and Authentication

ERO's EFIN/PIN. Enter your six-digit EFIN followed by your five-digit self-selected PIN. 6024312222
do not enter all zeros

I certify that the above numeric entry is my PIN, which is my signature on the 2011 electronically filed return of partnership income for the partnership indicated above. I confirm that I am submitting this return in accordance with the requirements of Pub 3112, IRS e-file Application and Participation, and Pub 4163, Modernized e-File (MeF) Information for Authorized IRS e-file Providers for Business Returns.

ERO's signature ▶ Steven M. Samuels Date ▶ _____

**ERO Must Retain This Form – See Instructions
Do Not Submit This Form to the IRS Unless Requested To Do So**

Application for Automatic Extension of Time To File Certain Business Income Tax, Information, and Other Returns

Department of the Treasury
Internal Revenue Service

▶ **File a separate application for each return.**
▶ **See separate instructions.**

**Print
or
Type**

Name ANDROCYTE, LLC.	Identifying number 45-1804323
Number, street, and room or suite number. (If P.O. box, see instructions.) <div style="background-color: black; width: 100%; height: 15px;"></div>	
City, town, state, and ZIP code (If a foreign address, enter city, province or state, and country (follow the country's practice for entering postal code)). AVENTURA, FL 33180	

Note. File request for extension by the due date of the return for which the extension is granted. See instructions before completing this form.

Part I Automatic 5-Month Extension

1 a Enter the form code for the return that this application is for (see below) **09**

Application Is For:	Form Code	Application Is For:	Form Code
Form 1065	09	Form 1041 (estate other than a bankruptcy estate)	04
Form 8804	31	Form 1041 (trust)	05

Part II Automatic 6-Month Extension

b Enter the form code for the return that this application is for (see below)

Application Is For:	Form Code	Application Is For:	Form Code
Form 706-GS(D)	01	Form 1120-ND (section 4951 taxes)	20
Form 706-GS(T)	02	Form 1120-PC	21
Form 1041 (bankruptcy estate only)	03	Form 1120-POL	22
Form 1041-N	06	Form 1120-REIT	23
Form 1041-QFT	07	Form 1120-RIC	24
Form 1042	08	Form 1120S	25
Form 1065-B	10	Form 1120-SF	26
Form 1066	11	Form 3520-A	27
Form 1120	12	Form 8612	28
Form 1120-C	34	Form 8613	29
Form 1120-F	15	Form 8725	30
Form 1120-FSC	16	Form 8831	32
Form 1120-H	17	Form 8876	33
Form 1120-L	18	Form 8924	35
Form 1120-ND	19	Form 8928	36

- 2** If the organization is a foreign corporation that does not have an office or place of business in the United States, check here.
- 3** If the organization is a corporation and is the common parent of a group that intends to file a consolidated return, check here.
If checked, attach a schedule, listing the name, address, and Employer Identification Number (EIN) for each member covered by this application.

Part III All Filers Must Complete This Part

4 If the organization is a corporation or partnership that qualifies under Regulations section 1.6081-5, check here.

5 a The application is for calendar year 20 11, or tax year beginning _____, 20 ____, and ending _____, 20 __-

b Short tax year. If this tax year is less than 12 months, check the reason:

- Initial return Final return Change in accounting period Consolidated return to be filed

6 Tentative total tax	6	0.
7 Total payments and credits (see instructions)	7	0.
8 Balance due. Subtract line 7 from line 6 (see instructions)	8	0.

For Privacy Act and Paperwork Reduction Act Notice, see separate instructions.

Form **1065**

Department of the Treasury
Internal Revenue Service

U.S. Return of Partnership Income
For calendar year 2011, or tax year beginning _____, 2011,
ending _____, 20 ____.
▶ See separate instructions.

OMB No. 1545-0099

2011

A Principal business activity	Print or type.	RESEARCH	D Employer identification number
B Principal product or service		ANDROCYTE, LLC.	45-1804323
C Business code number		AVENTURA, FL 33180	E Date business started
		5/01/2011	F Total assets (see instrs)
			\$ 80,002.

G Check applicable boxes: (1) Initial return (2) Final return (3) Name change (4) Address change (5) Amended return
(6) Technical termination — also check (1) or (2)

H Check accounting method: (1) Cash (2) Accrual (3) Other (specify) ▶ _____

I Number of Schedules K-1. Attach one for each person who was a partner at any time during the tax year ▶ _____ **2**

J Check if Schedules C and M-3 are attached.....

Caution. Include **only** trade or business income and expenses on lines 1a through 22 below. See the instructions for more information.

I N C O M E	1a Merchant card and third-party payments (including amounts reported on Form(s) 1099-K). For 2011, enter -0-.....	1 a	0.	
	b Gross receipts or sales not reported on line 1a (see instructions)	1 b		
	c Total. Add lines 1a and 1b.....	1 c		
	d Returns and allowances plus any other adjustments to line 1a (see inst)	1 d		
	e Subtract line 1d from line 1c.....	1 e		
	2 Cost of goods sold (attach Form 1125-A).....	2		
	3 Gross profit. Subtract line 2 from line 1e.....	3		
	4 Ordinary income (loss) from other partnerships, estates, and trusts (attach statement).....	4		
5 Net farm profit (loss) (attach Schedule F (Form 1040)).....	5			
6 Net gain (loss) from Form 4797, Part II, line 17 (attach Form 4797).....	6			
7 Other income (loss) (attach statement).....	7			
8 Total income (loss). Combine lines 3 through 7.....	8			
D E D U C T I O N S	9 Salaries and wages (other than to partners) (less employment credits).....	9		
	10 Guaranteed payments to partners.....	10		
	11 Repairs and maintenance.....	11		
	12 Bad debts.....	12		
	13 Rent.....	13		
	14 Taxes and licenses.....	14		173.
	15 Interest.....	15		
	16a Depreciation (if required, attach Form 4562).....	16 a		
	b Less depreciation reported on Form 1125-A and elsewhere on return ...	16 b		
	16c	16 c		
	17 Depletion (Do not deduct oil and gas depletion.).....	17		
	18 Retirement plans, etc.....	18		
	19 Employee benefit programs.....	19		
20 Other deductions (attach statement)..... See Statement 1	20		201,296.	
21 Total deductions. Add the amounts shown in the far right column for lines 9 through 20.....	21		201,469.	
22 Ordinary business income (loss). Subtract line 21 from line 8.....	22		-201,469.	

Sign Here

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than general partner or limited liability company member manager) is based on all information of which preparer has any knowledge.

Signature of general partner or limited liability company member manager: _____ Date: _____

May the IRS discuss this return with the preparer shown below (see instrs)? Yes No

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check <input checked="" type="checkbox"/> if self-employed	PTIN
Steven M. Samuels	Steven M. Samuels			P00091086
Firm's name ▶ Steven M. Samuels CPA, PA	Firm's EIN ▶ 65-1060270			
Firm's address ▶ _____	Phone no. _____			
PARKLAND, FL 33067-4420				

Schedule B Other Information

<p>1 What type of entity is filing this return? Check the applicable box:</p> <p>a <input type="checkbox"/> Domestic general partnership b <input type="checkbox"/> Domestic limited partnership</p> <p>c <input checked="" type="checkbox"/> Domestic limited liability company d <input type="checkbox"/> Domestic limited liability partnership</p> <p>e <input type="checkbox"/> Foreign partnership f <input type="checkbox"/> Other..... ▶</p> <p>2 At any time during the tax year, was any partner in the partnership a disregarded entity, a partnership (including an entity treated as a partnership), a trust, an S corporation, an estate (other than an estate of a deceased partner), or a nominee or similar person?</p> <p>3 At the end of the tax year:</p> <p>a Did any foreign or domestic corporation, partnership (including any entity treated as a partnership), trust, or tax-exempt organization, or any foreign government own, directly or indirectly, an interest of 50% or more in the profit, loss, or capital of the partnership? For rules of constructive ownership, see instructions. If 'Yes,' attach Schedule B-1, Information on Partners Owning 50% or More of the Partnership.</p> <p>b Did any individual or estate own, directly or indirectly, an interest of 50% or more in the profit, loss, or capital of the partnership? For rules of constructive ownership, see instructions. If 'Yes,' attach Schedule B-1, Information on Partners Owning 50% or More of the Partnership.</p> <p>4 At the end of the tax year, did the partnership:</p> <p>a Own directly 20% or more, or own, directly or indirectly, 50% or more of the total voting power of all classes of stock entitled to vote of any foreign or domestic corporation? For rules of constructive ownership, see instructions. If 'Yes,' complete (i) through (iv) below</p>	<p>Yes</p>	<p>No</p>
	X	
	X	
		X
		X

(i) Name of Corporation	(ii) Employer Identification Number (if any)	(iii) Country of Incorporation	(iv) Percentage Owned in Voting Stock

<p>b Own directly an interest of 20% or more, or own, directly or indirectly, an interest of 50% or more in the profit, loss, or capital in any foreign or domestic partnership (including an entity treated as a partnership) or in the beneficial interest of a trust? For rules of constructive ownership, see instructions. If 'Yes,' complete (i) through (v) below</p>	<p>Yes</p>	<p>No</p>
		X

(i) Name of Entity	(ii) Employer Identification Number (if any)	(iii) Type of Entity	(iv) Country of Organization	(v) Maximum Percentage Owned in Profit, Loss, or Capital

	Yes	No
5 Did the partnership file Form 8893, Election of Partnership Level Tax Treatment, or an election statement under section 6231(a)(1)(B)(ii) for partnership-level tax treatment, that is in effect for this tax year? See Form 8893 for more details.....		X
6 Does this partnership satisfy all four of the following conditions? a The partnership's total receipts for the tax year were less than \$250,000. b The partnership's total assets at the end of the tax year were less than \$1 million. c Schedules K-1 are filed with the return and furnished to the partners on or before the due date (including extensions) for the partnership return. d The partnership is not filing and is not required to file Schedule M-3.....	X	
If 'Yes,' the partnership is not required to complete Schedules L, M-1, and M-2; Item F on page 1 of Form 1065; or Item L on Schedule K-1.		
7 Is this partnership a publicly traded partnership as defined in section 469(k)(2)?.....		X
8 During the tax year, did the partnership have any debt that was cancelled, was forgiven, or had the terms modified so as to reduce the principal amount of the debt?.....		X
9 Has this partnership filed, or is it required to file, Form 8918, Material Advisor Disclosure Statement, to provide information on any reportable transaction?.....		X
10 At any time during calendar year 2011, did the partnership have an interest in or a signature or other authority over a financial account in a foreign country (such as a bank account, securities account, or other financial account)? See the instructions for exceptions and filing requirements for Form TD F 90-22.1, Report of Foreign Bank and Financial Accounts. If 'Yes,' enter the name of the foreign country. ▶		X
11 At any time during the tax year, did the partnership receive a distribution from, or was it the grantor of, or transferor to, a foreign trust? If 'Yes,' the partnership may have to file Form 3520, Annual Return To Report Transactions With Foreign Trusts and Receipt of Certain Foreign Gifts. See instructions.....		X
12a Is the partnership making, or had it previously made (and not revoked), a section 754 election?..... See instructions for details regarding section 754 election.		X
b Did the partnership make for this tax year an optional basis adjustment under section 743(b) or 734(b)? If 'Yes,' attach a statement showing the computation and allocation of the basis adjustment. See instructions.....		X
c Is the partnership required to adjust the basis of partnership assets under section 743(b) or 734(b) because of a substantial built-in loss (as defined under section 743(d)) or substantial basis reduction (as defined under section 734(d))? If 'Yes,' attach a statement showing the computation and allocation of the basis adjustment. See instructions.....		X
13 Check this box if, during the current or prior tax year, the partnership distributed any property received in a like-kind exchange or contributed such property to another entity (other than disregarded entities wholly-owned by the partnership throughout the tax year)..... <input type="checkbox"/>		
14 At any time during the tax year, did the partnership distribute to any partner a tenancy-in-common or other undivided interest in a partnership property?.....		X
15 If the partnership is required to file Form 8858, Information Return of U.S. Persons With Respect To Foreign Disregarded Entities, enter the number of Forms 8858 attached. See instructions ▶		
16 Does the partnership have any foreign partners? If 'Yes,' enter the number of Forms 8805, Foreign Partner's Information Statement of Section 1446 Withholding Tax, filed for this partnership. ▶		X
17 Enter the number of Forms 8865, Return of U.S. Persons With Respect to Certain Foreign Partnerships, attached to this return..... ▶		
18a Did you make any payments in 2011 that would require you to file Form(s) 1099? See instructions.....	X	
b If 'Yes,' did you or will you file all required Form(s) 1099?.....		X
19 Enter the number of Form(s) 5471, Information Return of U.S. Persons With Respect To Certain Foreign Corporations, attached to this return..... ▶		

Designation of Tax Matters Partner (see the instructions)

Enter below the general partner designated as the tax matters partner (TMP) for the tax year of this return:

Name of designated TMP ▶	ANDROCYTE MANAGEMENT, LLC	Identifying number of TMP ▶	45-2038037
If the TMP is an entity, name of TMP representative ▶	JAMES CLEMENT	Phone number of TMP ▶	
Address of designated TMP ▶	AVENTURA, FL 33180		

Schedule K Partners' Distributive Share Items		Total amount	
Income (Loss)	1 Ordinary business income (loss) (page 1, line 22)	1	-201,469.
	2 Net rental real estate income (loss) (attach Form 8825)	2	
	3a Other gross rental income (loss)	3a	
	b Expenses from other rental activities (attach stmt)	3b	
	c Other net rental income (loss). Subtract line 3b from line 3a	3c	
	4 Guaranteed payments	4	
	5 Interest income	5	47.
	6 Dividends: a Ordinary dividends	6a	
	b Qualified dividends	6b	
	7 Royalties	7	
	8 Net short-term capital gain (loss) (attach Schedule D (Form 1065))	8	
Deductions	9a Net long-term capital gain (loss) (attach Schedule D (Form 1065))	9a	
	b Collectibles (28%) gain (loss)	9b	
	c Unrecaptured section 1250 gain (attach statement)	9c	
	10 Net section 1231 gain (loss) (attach Form 4797)	10	
	11 Other income (loss) (see instructions) Type ▶	11	
	12 Section 179 deduction (attach Form 4562)	12	
	13a Contributions	13a	
	b Investment interest expense	13b	
	c Section 59(e)(2) expenditures: (1) Type ▶ (2) Amount ▶	13c (2)	
	d Other deductions (see instructions) Type ▶	13d	
	Self-Employment	14a Net earnings (loss) from self-employment	14a
b Gross farming or fishing income		14b	
c Gross nonfarm income		14c	
Credits	15a Low-income housing credit (section 42(j)(5))	15a	
	b Low-income housing credit (other)	15b	
	c Qualified rehabilitation expenditures (rental real estate) (attach Form 3468)	15c	
	d Other rental real estate credits (see instructions) Type ▶	15d	
	e Other rental credits (see instructions) Type ▶	15e	
	f Other credits (see instructions) Type ▶	15f	
Foreign Transactions	16a Name of country or U.S. possession ▶		
	b Gross income from all sources	16b	
	c Gross income sourced at partner level	16c	
	Foreign gross income sourced at partnership level		
	d Passive category ▶ e General category ▶ f Other ▶	16f	
	Deductions allocated and apportioned at partner level		
	g Interest expense ▶ h Other ▶	16h	
	Deductions allocated and apportioned at partnership level to foreign source income		
	i Passive category ▶ j General category ▶ k Other ▶	16k	
l Total foreign taxes (check one): ▶ Paid <input type="checkbox"/> Accrued <input type="checkbox"/>	16l		
m Reduction in taxes available for credit (attach statement)	16m		
n Other foreign tax information (attach statement)			
Alternative Minimum Tax (AMT) Items	17a Post-1986 depreciation adjustment	17a	
	b Adjusted gain or loss	17b	
	c Depletion (other than oil and gas)	17c	
	d Oil, gas, and geothermal properties – gross income	17d	
	e Oil, gas, and geothermal properties – deductions	17e	
	f Other AMT items (attach stmt)	17f	
Other Information	18a Tax-exempt interest income	18a	
	b Other tax-exempt income	18b	
	c Nondeductible expenses	18c	2,447.
	19a Distributions of cash and marketable securities	19a	
	b Distributions of other property	19b	
	20a Investment income	20a	47.
b Investment expenses	20b		
c Other items and amounts (attach stmt)			

Analysis of Net Income (Loss)

1 Net income (loss). Combine Schedule K, lines 1 through 11. From the result, subtract the sum of Schedule K, lines 12 through 13d, and 16l.						1	-201,422.
2 Analysis by partner type:	(i) Corporate	(ii) Individual (active)	(iii) Individual (passive)	(iv) Partnership	(v) Exempt organization	(vi) Nominee/Other	
a General partners							
b Limited partners				-201,422.			

Schedule L Balance Sheets per Books	Beginning of tax year		End of tax year	
	(a)	(b)	(c)	(d)
Assets				
1 Cash				47,122.
2a Trade notes and accounts receivable				
b Less allowance for bad debts				
3 Inventories				
4 U.S. government obligations				
5 Tax-exempt securities				
6 Other current assets (attach stmt)				
7a Loans to partners (or persons related to partners)				
b Mortgage and real estate loans				
8 Other investments (attach stmt)				
9a Buildings and other depreciable assets				
b Less accumulated depreciation				
10a Depletable assets				
b Less accumulated depletion				
11 Land (net of any amortization)				
12a Intangible assets (amortizable only)			32,880.	
b Less accumulated amortization				32,880.
13 Other assets (attach stmt)				
14 Total assets				80,002.
Liabilities and Capital				
15 Accounts payable				
16 Mortgages, notes, bonds payable in less than 1 year				
17 Other current liabilities (attach stmt)				
18 All nonrecourse loans				
19a Loans from partners (or persons related to partners)				23,871.
b Mortgages, notes, bonds payable in 1 year or more				
20 Other liabilities (attach stmt)				
21 Partners' capital accounts				56,131.
22 Total liabilities and capital				80,002.

Schedule M-1 Reconciliation of Income (Loss) per Books With Income (Loss) per Return
 Note. Schedule M-3 may be required instead of Schedule M-1 (see instructions).

1 Net income (loss) per books	-203,869.	6 Income recorded on books this year not included on Schedule K, lines 1 through 11 (itemize):	
2 Income included on Schedule K, lines 1, 2, 3c, 5, 6a, 7, 8, 9a, 10, and 11, not recorded on books this year (itemize):		a Tax-exempt interest .. \$	
3 Guaranteed pmts (other than health insurance)		7 Deductions included on Schedule K, lines 1 through 13d, and 16l, not charged against book income this year (itemize):	
4 Expenses recorded on books this year not included on Schedule K, lines 1 through 13d, and 16l (itemize):		a Depreciation .. \$	
a Depreciation .. \$		8 Add lines 6 and 7	
b Travel and entertainment .. \$ 2,447.	2,447.	9 Income (loss) (Analysis of Net Income (Loss), line 1). Subtract line 8 from line 5	-201,422.
5 Add lines 1 through 4	-201,422.		

Schedule M-2 Analysis of Partners' Capital Accounts			
1 Balance at beginning of year	0.	6 Distributions: a Cash	
2 Capital contributed: a Cash	260,000.	b Property	
b Property		7 Other decreases (itemize):	
3 Net income (loss) per books	-203,869.	8 Add lines 6 and 7	
4 Other increases (itemize):		9 Balance at end of year. Subtract line 8 from line 5	56,131.
5 Add lines 1 through 4	56,131.		

**SCHEDULE B-1
(Form 1065)**

(December 2011)
Department of the Treasury
Internal Revenue Service

**Information on Partners Owning 50% or
More of the Partnership**

▶ **Attach to Form 1065. See instructions.**

OMB No. 1545-0099

Name of partnership

ANDROCYTE, LLC.

Employer identification number (EIN)

45-1804323

Part I **Entities Owning 50% or More of the Partnership** (Form 1065, Schedule B, Question 3a)

Complete columns (i) through (v) below for any foreign or domestic corporation, partnership (including any entity treated as a partnership), trust, tax-exempt organization, or any foreign government that owns, directly or indirectly, an interest of 50% or more in the profit, loss, or capital of the partnership (see instructions).

(i) Name of Entity	(ii) Employer Identification Number (if any)	(iii) Type of Entity	(iv) Country of Organization	(v) Maximum Percentage Owned in Profit, Loss, or Capital
ANDROCYTE MANAGEMENT, LLC	45-2038037	Partnership	U.S.	84.310
ANDROCYTE MANAGEMENT, LLC	45-2038037	Ptrship.	U.S.	84.310
ZASIS, LLC	20-4637772	Ptrship.	U.S.	100.000

Part II **Individuals or Estates Owning 50% or More of the Partnership** (Form 1065, Schedule B, Question 3b)

Complete columns (i) through (iv) below for any individual or estate that owns, directly or indirectly, an interest of 50% or more in the profit, loss, or capital of the partnership (see instructions).

(i) Name of Individual or Estate	(ii) Identifying Number (if any)	(iii) Country of Citizenship (see instructions)	(iv) Maximum Percentage Owned in Profit, Loss, or Capital

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

Schedule B-1 (Form 1065) (12-2011)

Schedule K-1 (Form 1065)

2011

Final K-1 Amended K-1

Department of the Treasury Internal Revenue Service

For calendar year 2011, or tax year beginning _____, 2011 ending _____

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

Part I Information About the Partnership

A Partnership's employer identification number 45-1804323
B Partnership's name, address, city, state, and ZIP code ANDROCYTE, LLC. AVENTURA, FL 33180
C IRS Center where partnership filed return e-file
D Check if this is a publicly traded partnership (PTP)

Part II Information About the Partner

E Partner's identifying number 45-2038037
F Partner's name, address, city, state, and ZIP code ANDROCYTE MANAGEMENT, LLC AVENTURA, FL 33180
G General partner or LLC member-manager Limited partner or other LLC member
H Domestic partner Foreign partner
I What type of entity is this partner? Partnership

J Partner's share of profit, loss, and capital (see instructions):
Beginning Ending
Profit 84.31 %
Loss %
Capital 84.31 %

K Partner's share of liabilities at year end:
Nonrecourse \$
Qualified nonrecourse financing \$
Recourse \$

L Partner's capital account analysis:
Beginning capital account \$ 0.
Capital contributed during the year \$
Current year increase (decrease) \$ -2,023.
Withdrawals and distributions \$
Ending capital account \$ -2,023.

M Did the partner contribute property with a built-in gain or loss?
Tax basis GAAP Section 704(b) book Other (explain)
Yes No

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

Table with 3 columns: Line number, Description, and Amount. Includes rows for Ordinary business income (loss), Net rental real estate income (loss), Other net rental income (loss), Guaranteed payments, Interest income (40.), Ordinary dividends, Qualified dividends, Royalties, Net short-term capital gain (loss), Net long-term capital gain (loss), Collectibles (28%) gain (loss), Unrecaptured section 1250 gain, Net section 1231 gain (loss), Other income (loss) (2,063.), Section 179 deduction, Other deductions, Self-employment earnings (loss), Distributions, and Other information (40.).

*See attached statement for additional information.

FOR IRS USE ONLY

This list identifies the codes used on Schedule K-1 for all partners and provides summarized reporting information for partners who file Form 1040. For detailed reporting and filing information, see the separate Partner's Instructions for Schedule K-1 and the instructions for your income tax return.

	Code	Report on	
1 Ordinary business income (loss). Determine whether the income (loss) is passive or nonpassive and enter on your return as follows.			
Passive loss		See the Partner's Instructions	
Passive income			
Nonpassive loss			
Nonpassive income			
2 Net rental real estate income (loss)			
3 Other net rental income (loss)			
Net income	Schedule E, line 28, column (g)	Form 1040, line 62	
Net loss	See the Partner's Instructions	See the Partner's Instructions	
4 Guaranteed payments	Schedule E, line 28, column (j)		
5 Interest income	Form 1040, line 8a		
6a Ordinary dividends	Form 1040, line 9a	Form 1116, Part I	
6b Qualified dividends	Form 1040, line 9b		
7 Royalties	Schedule E, line 3b		
8 Net short-term capital gain (loss)	Schedule D, line 5	Form 1116, Part I	
9a Net long-term capital gain (loss)	Schedule D, line 12		
9b Collectibles (28%) gain (loss)	28% Rate Gain Worksheet, line 4 (Schedule D Instructions)		
9c Unrecaptured section 1250 gain	See the Partner's Instructions		
10 Net section 1231 gain (loss)	See the Partner's Instructions		
11 Other income (loss)			
Code			
A Other portfolio income (loss)	See the Partner's Instructions	Form 1116, Part I	
B Involuntary conversions	See the Partner's Instructions		
C Section 1256 contracts and straddles	Form 6781, line 1		
D Mining exploration costs recapture	See Pub 535		
E Cancellation of debt	Form 1040, line 21 or Form 982		
F Other income (loss)	See the Partner's Instructions		
12 Section 179 deduction	See the Partner's Instructions		
13 Other deductions			
A Cash contributions (50%)	See the Partner's Instructions		
B Cash contributions (30%)			
C Noncash contributions (50%)			
D Noncash contributions (30%)			
E Capital gain property to a 50% organization (30%)			
F Capital gain property (20%)			
G Contributions (100%)			
H Investment interest expense	Form 4952, line 1		
I Deductions — royalty income	Schedule E, line 19		
J Section 59(e)(2) expenditures	See the Partner's Instructions		
K Deductions — portfolio (2% floor)	Schedule A, line 23		
L Deductions — portfolio (other)	Schedule A, line 28		
M Amounts paid for medical insurance	Schedule A, line 1 or Form 1040, line 29		
N Educational assistance benefits	See the Partner's Instructions		
O Dependent care benefits	Form 2441, line 12		
P Preproductive period expenses	See the Partner's Instructions		
Q Commercial revitalization deduction from rental real estate activities	See Form 8582 Instructions		
R Pensions and IRAs	See the Partner's Instructions		
S Reforestation expense deduction	See the Partner's Instructions		
T Domestic production activities information	See Form 8903 Instructions		
U Qualified production activities income	Form 8903, line 7b		
V Employer's Form W-2 wages	Form 8903, line 17		
W Other deductions	See the Partner's Instructions		
14 Self-employment earnings (loss)			
Note. If you have a section 179 deduction or any partner-level deductions, see the Partner's Instructions before completing Schedule SE.			
A Net earnings (loss) from self-employment	Schedule SE, Section A or B		
B Gross farming or fishing income	See the Partner's Instructions		
C Gross non-farm income	See the Partner's Instructions		
15 Credits			
A Low-income housing credit (section 42(j)(5)) from pre-2008 buildings	See the Partner's Instructions	See the Partner's Instructions	
B Low-income housing credit (other) from pre-2008 buildings			
C Low-income housing credit (section 42(j)(5)) from post-2007 buildings			
D Low-income housing credit (other) from post-2007 buildings			
E Qualified rehabilitation expenditures (rental real estate)			
F Other rental real estate credits			
G Other rental credits			
H Undistributed capital gains credit			Form 1040, line 71; check box a
I Alcohol and cellulosic biofuel fuels credit			See the Partner's Instructions
Code			
J Work opportunity credit		See the Partner's Instructions	
K Disabled access credit			
L Empowerment zone and renewal community employment credit			
M Credit for increasing research activities			
N Credit for employer social security and Medicare taxes			
O Backup withholding		Form 1040, line 62	
P Other credits		See the Partner's Instructions	
16 Foreign transactions			
A Name of country or U.S. possession		Form 1116, Part I	
B Gross income from all sources			
C Gross income sourced at partner level			
<i>Foreign gross income sourced at partnership level</i>			
D Passive category		Form 1116, Part I	
E General category			
F Other			
<i>Deductions allocated and apportioned at partner level</i>			
G Interest expense		Form 1116, Part I	
H Other		Form 1116, Part I	
<i>Deductions allocated and apportioned at partnership level to foreign source income</i>			
I Passive category		Form 1116, Part I	
J General category			
K Other			
<i>Other information</i>			
L Total foreign taxes paid		Form 1116, Part II	
M Total foreign taxes accrued		Form 1116, Part II	
N Reduction in taxes available for credit		Form 1116, line 12	
O Foreign trading gross receipts		Form 8873	
P Extraterritorial income exclusion		Form 8873	
Q Other foreign transactions		See the Partner's Instructions	
17 Alternative minimum tax (AMT) items			
A Post-1986 depreciation adjustment		See the Partner's Instructions and the Instructions for Form 6251	
B Adjusted gain or loss			
C Depletion (other than oil & gas)			
D Oil, gas, & geothermal — gross income			
E Oil, gas, & geothermal — deductions			
F Other AMT items			
18 Tax-exempt income and nondeductible expenses			
A Tax-exempt interest income		Form 1040, line 8b	
B Other tax-exempt income		See the Partner's Instructions	
C Nondeductible expenses		See the Partner's Instructions	
19 Distributions			
A Cash and marketable securities		See the Partner's Instructions	
B Distribution subject to section 737			
C Other property			
20 Other information			
A Investment income		Form 4952, line 4a	
B Investment expenses		Form 4952, line 5	
C Fuel tax credit information		Form 4136	
D Qualified rehabilitation expenditures (other than rental real estate)		See the Partner's Instructions	
E Basis of energy property		See the Partner's Instructions	
F Recapture of low-income housing credit (section 42(j)(5))		Form 8611, line 8	
G Recapture of low-income housing credit (other)		Form 8611, line 8	
H Recapture of investment credit		Form 4255	
I Recapture of other credits		See the Partner's Instructions	
J Look-back interest — completed long-term contracts		See Form 8697	
K Look-back interest — income forecast method		See Form 8866	
L Dispositions of property with section 179 deductions		See the Partner's Instructions	
M Recapture of section 179 deduction			
N Interest expense for corporate partners			
O Section 453(l)(3) information			
P Section 453A(c) information			
Q Section 1260(b) information			
R Interest allocable to production expenditures			
S CCF nonqualified withdrawals			
T Depletion information — oil and gas			
U Amortization of reforestation costs			
V Unrelated business taxable income			
W Precontribution gain (loss)			
X Section 108(i) information			
Y Other information			

Schedule K-1 (Form 1065)

2011

Final K-1 Amended K-1

Department of the Treasury Internal Revenue Service

For calendar year 2011, or tax year beginning _____, 2011 ending _____

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

Part I Information About the Partnership

A Partnership's employer identification number 45-1804323
B Partnership's name, address, city, state, and ZIP code ANDROCYTE, LLC. AVENTURA, FL 33180
C IRS Center where partnership filed return e-file
D Check if this is a publicly traded partnership (PTP)

Part II Information About the Partner

E Partner's identifying number 20-4637772
F Partner's name, address, city, state, and ZIP code ZASIS, LLC CARSON CITY, NV 89706

G General partner or LLC member-manager Limited partner or other LLC member
H Domestic partner Foreign partner

I What type of entity is this partner? Partnership

J Partner's share of profit, loss, and capital (see instructions):
Table with columns: Beginning, Ending, Profit, Loss, Capital

K Partner's share of liabilities at year end:
Nonrecourse, Qualified nonrecourse financing, Recourse

L Partner's capital account analysis:
Beginning capital account, Capital contributed during the year, Current year increase (decrease), Withdrawals and distributions, Ending capital account

M Did the partner contribute property with a built-in gain or loss?
Tax basis, GAAP, Section 704(b) book, Other (explain)

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

Table with 3 columns: Line number, Description, Amount. Includes rows for Ordinary business income (loss) -201,469, Net rental real estate income (loss), Other net rental income (loss), Guaranteed payments, Interest income 7, Ordinary dividends, Qualified dividends, Royalties, Net short-term capital gain (loss), Net long-term capital gain (loss), Collectibles (28%) gain (loss), Unrecaptured section 1250 gain, Net section 1231 gain (loss), Other income (loss) 384, Section 179 deduction, Other deductions, Distributions, Other information 7, Self-employment earnings (loss)

*See attached statement for additional information.

FOR IRS USE ONLY

This list identifies the codes used on Schedule K-1 for all partners and provides summarized reporting information for partners who file Form 1040. For detailed reporting and filing information, see the separate Partner's Instructions for Schedule K-1 and the instructions for your income tax return.

	Code	Report on	
1 Ordinary business income (loss). Determine whether the income (loss) is passive or nonpassive and enter on your return as follows.			
Passive loss		See the Partner's Instructions	
Passive income			
Nonpassive loss			
Nonpassive income			
2 Net rental real estate income (loss)			
3 Other net rental income (loss)			
Net income	Schedule E, line 28, column (g)	Form 1040, line 62	
Net loss	See the Partner's Instructions	See the Partner's Instructions	
4 Guaranteed payments	Schedule E, line 28, column (j)		
5 Interest income	Form 1040, line 8a		
6a Ordinary dividends	Form 1040, line 9a	Form 1116, Part I	
6b Qualified dividends	Form 1040, line 9b		
7 Royalties	Schedule E, line 3b		
8 Net short-term capital gain (loss)	Schedule D, line 5	Form 1116, Part I	
9a Net long-term capital gain (loss)	Schedule D, line 12		
9b Collectibles (28%) gain (loss)	28% Rate Gain Worksheet, line 4 (Schedule D Instructions)		
9c Unrecaptured section 1250 gain	See the Partner's Instructions		
10 Net section 1231 gain (loss)	See the Partner's Instructions		
11 Other income (loss)			
Code			
A Other portfolio income (loss)	See the Partner's Instructions	Form 1116, Part I	
B Involuntary conversions	See the Partner's Instructions		
C Section 1256 contracts and straddles	Form 6781, line 1		
D Mining exploration costs recapture	See Pub 535		
E Cancellation of debt	Form 1040, line 21 or Form 982		
F Other income (loss)	See the Partner's Instructions		
12 Section 179 deduction	See the Partner's Instructions		
13 Other deductions			
A Cash contributions (50%)	See the Partner's Instructions		
B Cash contributions (30%)			
C Noncash contributions (50%)			
D Noncash contributions (30%)			
E Capital gain property to a 50% organization (30%)			
F Capital gain property (20%)			
G Contributions (100%)			
H Investment interest expense	Form 4952, line 1		
I Deductions — royalty income	Schedule E, line 19		
J Section 59(e)(2) expenditures	See the Partner's Instructions		
K Deductions — portfolio (2% floor)	Schedule A, line 23		
L Deductions — portfolio (other)	Schedule A, line 28		
M Amounts paid for medical insurance	Schedule A, line 1 or Form 1040, line 29		
N Educational assistance benefits	See the Partner's Instructions		
O Dependent care benefits	Form 2441, line 12		
P Preproductive period expenses	See the Partner's Instructions		
Q Commercial revitalization deduction from rental real estate activities	See Form 8582 Instructions		
R Pensions and IRAs	See the Partner's Instructions		
S Reforestation expense deduction	See the Partner's Instructions		
T Domestic production activities information	See Form 8903 Instructions		
U Qualified production activities income	Form 8903, line 7b		
V Employer's Form W-2 wages	Form 8903, line 17		
W Other deductions	See the Partner's Instructions		
14 Self-employment earnings (loss)			
<i>Note.</i> If you have a section 179 deduction or any partner-level deductions, see the Partner's Instructions before completing Schedule SE.			
A Net earnings (loss) from self-employment	Schedule SE, Section A or B		
B Gross farming or fishing income	See the Partner's Instructions		
C Gross non-farm income	See the Partner's Instructions		
15 Credits			
A Low-income housing credit (section 42(j)(5)) from pre-2008 buildings	See the Partner's Instructions	See the Partner's Instructions	
B Low-income housing credit (other) from pre-2008 buildings			
C Low-income housing credit (section 42(j)(5)) from post-2007 buildings			
D Low-income housing credit (other) from post-2007 buildings			
E Qualified rehabilitation expenditures (rental real estate)			
F Other rental real estate credits			
G Other rental credits			
H Undistributed capital gains credit			Form 1040, line 71; check box a
I Alcohol and cellulosic biofuel fuels credit			See the Partner's Instructions
J Work opportunity credit			
K Disabled access credit			
L Empowerment zone and renewal community employment credit			
M Credit for increasing research activities			
N Credit for employer social security and Medicare taxes			
O Backup withholding		Form 1040, line 62	
P Other credits		See the Partner's Instructions	
16 Foreign transactions			
A Name of country or U.S. possession		Form 1116, Part I	
B Gross income from all sources			
C Gross income sourced at partner level			
<i>Foreign gross income sourced at partnership level</i>			
D Passive category		Form 1116, Part I	
E General category			
F Other			
<i>Deductions allocated and apportioned at partner level</i>			
G Interest expense		Form 1116, Part I	
H Other		Form 1116, Part I	
<i>Deductions allocated and apportioned at partnership level to foreign source income</i>			
I Passive category		Form 1116, Part I	
J General category			
K Other			
<i>Other information</i>			
L Total foreign taxes paid		Form 1116, Part II	
M Total foreign taxes accrued		Form 1116, Part II	
N Reduction in taxes available for credit		Form 1116, line 12	
O Foreign trading gross receipts		Form 8873	
P Extraterritorial income exclusion		Form 8873	
Q Other foreign transactions		See the Partner's Instructions	
17 Alternative minimum tax (AMT) items			
A Post-1986 depreciation adjustment		See the Partner's Instructions and the Instructions for Form 6251	
B Adjusted gain or loss			
C Depletion (other than oil & gas)			
D Oil, gas, & geothermal — gross income			
E Oil, gas, & geothermal — deductions			
F Other AMT items			
18 Tax-exempt income and nondeductible expenses			
A Tax-exempt interest income		Form 1040, line 8b	
B Other tax-exempt income		See the Partner's Instructions	
C Nondeductible expenses		See the Partner's Instructions	
19 Distributions			
A Cash and marketable securities		See the Partner's Instructions	
B Distribution subject to section 737			
C Other property			
20 Other information			
A Investment income		Form 4952, line 4a	
B Investment expenses		Form 4952, line 5	
C Fuel tax credit information		Form 4136	
D Qualified rehabilitation expenditures (other than rental real estate)		See the Partner's Instructions	
E Basis of energy property		See the Partner's Instructions	
F Recapture of low-income housing credit (section 42(j)(5))		Form 8611, line 8	
G Recapture of low-income housing credit (other)		Form 8611, line 8	
H Recapture of investment credit		Form 4255	
I Recapture of other credits		See the Partner's Instructions	
J Look-back interest — completed long-term contracts		See Form 8697	
K Look-back interest — income forecast method		See Form 8866	
L Dispositions of property with section 179 deductions		See the Partner's Instructions	
M Recapture of section 179 deduction			
N Interest expense for corporate partners			
O Section 453(l)(3) information			
P Section 453A(c) information			
Q Section 1260(b) information			
R Interest allocable to production expenditures			
S CCF nonqualified withdrawals			
T Depletion information — oil and gas			
U Amortization of reforestation costs			
V Unrelated business taxable income			
W Precontribution gain (loss)			
X Section 108(i) information			
Y Other information			

ANDROCYTE, LLC.

45-1804323

Statement 1
Form 1065, Line 20
Other Deductions

Bank Charges.....	\$	180.
Conferences and Meetings.....		1,155.
Legal and Professional.....		5,110.
Management Fees.....		110,000.
Meals and Entertainment.....		2,447.
Miscellaneous.....		66.
Postage.....		314.
Research and Development.....		20,422.
Supplies.....		7,514.
Telephone.....		3,604.
Travel.....		50,484.
	Total \$	<u>201,296.</u>

ANDROCYTE, LLC.

[REDACTED]
AVENTURA, FL 33180
[REDACTED]

August 30, 2012

ANDROCYTE MANAGEMENT, LLC

[REDACTED]
AVENTURA, FL 33180

RE:
ANDROCYTE, LLC.
45-1804323
Schedule K-1 from Partnership's 2011 Return of Income

Dear ANDROCYTE MANAGEMENT, LLC:

Enclosed is your 2011 Schedule K-1 (Form 1065) Partner's Share of Income, Deductions, Credits, Etc. from ANDROCYTE, LLC.. This information reflects the amounts you need to complete your income tax return. The amounts shown are your distributive share of partnership tax items to be reported on your tax return, and may not correspond to actual distributions you have received during the year. This information is included in the Partnership's 2011 Federal Return of Partnership Income that was filed with the Internal Revenue Service.

If you have any questions concerning this information, please contact us immediately.

Sincerely,

ANDROCYTE, LLC.

Enclosure(s)

Schedule K-1 (Form 1065)

2011

Final K-1 Amended K-1

Department of the Treasury Internal Revenue Service

For calendar year 2011, or tax year beginning _____, 2011 ending _____

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

See separate instructions.

Part I Information About the Partnership

A Partnership's employer identification number 45-1804323
B Partnership's name, address, city, state, and ZIP code ANDROCYTE, LLC. AVENTURA, FL 33180
C IRS Center where partnership filed return e-file
D Check if this is a publicly traded partnership (PTP)

Part II Information About the Partner

E Partner's identifying number 45-2038037
F Partner's name, address, city, state, and ZIP code ANDROCYTE MANAGEMENT, LLC. AVENTURA, FL 33180
G General partner or LLC member-manager Limited partner or other LLC member
H Domestic partner Foreign partner
I What type of entity is this partner? Partnership

J Partner's share of profit, loss, and capital (see instructions):
Beginning Ending
Profit 84.31 %
Loss %
Capital 84.31 %

K Partner's share of liabilities at year end:
Nonrecourse \$
Qualified nonrecourse financing \$
Recourse \$

L Partner's capital account analysis:
Beginning capital account \$ 0.
Capital contributed during the year \$
Current year increase (decrease) \$ -2,023.
Withdrawals and distributions \$
Ending capital account \$ -2,023.

M Did the partner contribute property with a built-in gain or loss?
Tax basis GAAP Section 704(b) book Other (explain)
Yes No

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

Table with 3 columns: Line number, Description, and Amount. Rows include Ordinary business income (loss) 15 Credits, Net rental real estate income (loss) 2, Other net rental income (loss) 16 Foreign transactions, Guaranteed payments 4, Interest income 40., Ordinary dividends 6a, Qualified dividends 6b, Royalties 7, Net short-term capital gain (loss) 8, Net long-term capital gain (loss) 17 Alternative minimum tax (AMT) items, Collectibles (28%) gain (loss) 9b, Unrecaptured section 1250 gain 9c, Net section 1231 gain (loss) 18 Tax-exempt income and nondeductible expenses, Other income (loss) 11 C 2,063., Section 179 deduction 12, Other deductions 13, Distributions 19, Other information 20 A 40., Self-employment earnings (loss) 14.

*See attached statement for additional information.

FOR IRS USE ONLY

This list identifies the codes used on Schedule K-1 for all partners and provides summarized reporting information for partners who file Form 1040. For detailed reporting and filing information, see the separate Partner's Instructions for Schedule K-1 and the instructions for your income tax return.

	Code	Report on	
1 Ordinary business income (loss). Determine whether the income (loss) is passive or nonpassive and enter on your return as follows.			
Passive loss		See the Partner's Instructions	
Passive income			
Nonpassive loss			
Nonpassive income			
2 Net rental real estate income (loss)			
3 Other net rental income (loss)			
Net income	Schedule E, line 28, column (g)	Form 1040, line 62	
Net loss	See the Partner's Instructions	See the Partner's Instructions	
4 Guaranteed payments	Schedule E, line 28, column (j)		
5 Interest income	Form 1040, line 8a		
6a Ordinary dividends	Form 1040, line 9a	Form 1116, Part I	
6b Qualified dividends	Form 1040, line 9b		
7 Royalties	Schedule E, line 3b		
8 Net short-term capital gain (loss)	Schedule D, line 5	Form 1116, Part I	
9a Net long-term capital gain (loss)	Schedule D, line 12		
9b Collectibles (28%) gain (loss)	28% Rate Gain Worksheet, line 4 (Schedule D Instructions)		
9c Unrecaptured section 1250 gain	See the Partner's Instructions		
10 Net section 1231 gain (loss)	See the Partner's Instructions		
11 Other income (loss)			
Code			
A Other portfolio income (loss)	See the Partner's Instructions	Form 1116, Part I	
B Involuntary conversions	See the Partner's Instructions		
C Section 1256 contracts and straddles	Form 6781, line 1		
D Mining exploration costs recapture	See Pub 535		
E Cancellation of debt	Form 1040, line 21 or Form 982		
F Other income (loss)	See the Partner's Instructions		
12 Section 179 deduction	See the Partner's Instructions		
13 Other deductions			
A Cash contributions (50%)	See the Partner's Instructions		
B Cash contributions (30%)			
C Noncash contributions (50%)			
D Noncash contributions (30%)			
E Capital gain property to a 50% organization (30%)			
F Capital gain property (20%)			
G Contributions (100%)			
H Investment interest expense	Form 4952, line 1		
I Deductions — royalty income	Schedule E, line 19		
J Section 59(e)(2) expenditures	See the Partner's Instructions		
K Deductions — portfolio (2% floor)	Schedule A, line 23		
L Deductions — portfolio (other)	Schedule A, line 28		
M Amounts paid for medical insurance	Schedule A, line 1 or Form 1040, line 29		
N Educational assistance benefits	See the Partner's Instructions		
O Dependent care benefits	Form 2441, line 12		
P Preproductive period expenses	See the Partner's Instructions		
Q Commercial revitalization deduction from rental real estate activities	See Form 8582 Instructions		
R Pensions and IRAs	See the Partner's Instructions		
S Reforestation expense deduction	See the Partner's Instructions		
T Domestic production activities information	See Form 8903 Instructions		
U Qualified production activities income	Form 8903, line 7b		
V Employer's Form W-2 wages	Form 8903, line 17		
W Other deductions	See the Partner's Instructions		
14 Self-employment earnings (loss)			
<i>Note.</i> If you have a section 179 deduction or any partner-level deductions, see the Partner's Instructions before completing Schedule SE.			
A Net earnings (loss) from self-employment	Schedule SE, Section A or B		
B Gross farming or fishing income	See the Partner's Instructions		
C Gross non-farm income	See the Partner's Instructions		
15 Credits			
A Low-income housing credit (section 42(j)(5)) from pre-2008 buildings	See the Partner's Instructions	See the Partner's Instructions	
B Low-income housing credit (other) from pre-2008 buildings			
C Low-income housing credit (section 42(j)(5)) from post-2007 buildings			
D Low-income housing credit (other) from post-2007 buildings			
E Qualified rehabilitation expenditures (rental real estate)			
F Other rental real estate credits			
G Other rental credits			
H Undistributed capital gains credit			Form 1040, line 71; check box a
I Alcohol and cellulosic biofuel fuels credit			See the Partner's Instructions
Code			
J Work opportunity credit		See the Partner's Instructions	
K Disabled access credit			
L Empowerment zone and renewal community employment credit			
M Credit for increasing research activities			
N Credit for employer social security and Medicare taxes			
O Backup withholding		Form 1040, line 62	
P Other credits		See the Partner's Instructions	
16 Foreign transactions			
A Name of country or U.S. possession		Form 1116, Part I	
B Gross income from all sources			
C Gross income sourced at partner level			
<i>Foreign gross income sourced at partnership level</i>			
D Passive category		Form 1116, Part I	
E General category			
F Other			
<i>Deductions allocated and apportioned at partner level</i>			
G Interest expense		Form 1116, Part I	
H Other		Form 1116, Part I	
<i>Deductions allocated and apportioned at partnership level to foreign source income</i>			
I Passive category		Form 1116, Part I	
J General category			
K Other			
<i>Other information</i>			
L Total foreign taxes paid		Form 1116, Part II	
M Total foreign taxes accrued		Form 1116, Part II	
N Reduction in taxes available for credit		Form 1116, line 12	
O Foreign trading gross receipts		Form 8873	
P Extraterritorial income exclusion		Form 8873	
Q Other foreign transactions		See the Partner's Instructions	
17 Alternative minimum tax (AMT) items			
A Post-1986 depreciation adjustment		See the Partner's Instructions and the Instructions for Form 6251	
B Adjusted gain or loss			
C Depletion (other than oil & gas)			
D Oil, gas, & geothermal — gross income			
E Oil, gas, & geothermal — deductions			
F Other AMT items			
18 Tax-exempt income and nondeductible expenses			
A Tax-exempt interest income		Form 1040, line 8b	
B Other tax-exempt income		See the Partner's Instructions	
C Nondeductible expenses		See the Partner's Instructions	
19 Distributions			
A Cash and marketable securities		See the Partner's Instructions	
B Distribution subject to section 737			
C Other property			
20 Other information			
A Investment income		Form 4952, line 4a	
B Investment expenses		Form 4952, line 5	
C Fuel tax credit information		Form 4136	
D Qualified rehabilitation expenditures (other than rental real estate)		See the Partner's Instructions	
E Basis of energy property		See the Partner's Instructions	
F Recapture of low-income housing credit (section 42(j)(5))		Form 8611, line 8	
G Recapture of low-income housing credit (other)		Form 8611, line 8	
H Recapture of investment credit		Form 4255	
I Recapture of other credits		See the Partner's Instructions	
J Look-back interest — completed long-term contracts		See Form 8697	
K Look-back interest — income forecast method		See Form 8866	
L Dispositions of property with section 179 deductions		See the Partner's Instructions	
M Recapture of section 179 deduction			
N Interest expense for corporate partners			
O Section 453(l)(3) information			
P Section 453A(c) information			
Q Section 1260(b) information			
R Interest allocable to production expenditures			
S CCF nonqualified withdrawals			
T Depletion information — oil and gas			
U Amortization of reforestation costs			
V Unrelated business taxable income			
W Precontribution gain (loss)			
X Section 108(i) information			
Y Other information			

ANDROCYTE, LLC.

[REDACTED]
AVENTURA, FL 33180
[REDACTED]

August 30, 2012

ZASIS, LLC

[REDACTED]
CARSON CITY, NV 89706

RE:
ANDROCYTE, LLC.
45-1804323
Schedule K-1 from Partnership's 2011 Return of Income

Dear ZASIS, LLC:

Enclosed is your 2011 Schedule K-1 (Form 1065) Partner's Share of Income, Deductions, Credits, Etc. from ANDROCYTE, LLC.. This information reflects the amounts you need to complete your income tax return. The amounts shown are your distributive share of partnership tax items to be reported on your tax return, and may not correspond to actual distributions you have received during the year. This information is included in the Partnership's 2011 Federal Return of Partnership Income that was filed with the Internal Revenue Service.

If you have any questions concerning this information, please contact us immediately.

Sincerely,

ANDROCYTE, LLC.

Enclosure(s)

Schedule K-1 (Form 1065)

2011

Final K-1 Amended K-1

Department of the Treasury Internal Revenue Service

For calendar year 2011, or tax year beginning _____, 2011 ending _____

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

Part I Information About the Partnership

A Partnership's employer identification number 45-1804323
B Partnership's name, address, city, state, and ZIP code ANDROCYTE, LLC. AVENTURA, FL 33180
C IRS Center where partnership filed return e-file
D Check if this is a publicly traded partnership (PTP)

Part II Information About the Partner

E Partner's identifying number 20-4637772
F Partner's name, address, city, state, and ZIP code ZASIS, LLC CARSON CITY, NV 89706

G General partner or LLC member-manager Limited partner or other LLC member
H Domestic partner Foreign partner

I What type of entity is this partner? Partnership

J Partner's share of profit, loss, and capital (see instructions):
Table with columns: Beginning, Ending, Profit, Loss, Capital

K Partner's share of liabilities at year end:
Nonrecourse, Qualified nonrecourse financing, Recourse

L Partner's capital account analysis:
Beginning capital account, Capital contributed during the year, Current year increase (decrease), Withdrawals and distributions, Ending capital account

M Did the partner contribute property with a built-in gain or loss?
Tax basis, GAAP, Section 704(b) book, Other (explain)

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

Table with 3 columns: Line number, Description, Amount. Includes rows for Ordinary business income (loss) -201,469, Net rental real estate income (loss), Other net rental income (loss), Guaranteed payments, Interest income 7, Ordinary dividends, Qualified dividends, Royalties, Net short-term capital gain (loss), Net long-term capital gain (loss), Collectibles (28%) gain (loss), Unrecaptured section 1250 gain, Net section 1231 gain (loss), Other income (loss) 384, Section 179 deduction, Other deductions, Distributions, Other information 7, Self-employment earnings (loss)

*See attached statement for additional information.

FOR IRS USE ONLY

This list identifies the codes used on Schedule K-1 for all partners and provides summarized reporting information for partners who file Form 1040. For detailed reporting and filing information, see the separate Partner's Instructions for Schedule K-1 and the instructions for your income tax return.

	Code	Report on	
1 Ordinary business income (loss). Determine whether the income (loss) is passive or nonpassive and enter on your return as follows.			
Passive loss		See the Partner's Instructions	
Passive income			
Nonpassive loss			
Nonpassive income			
2 Net rental real estate income (loss)			
3 Other net rental income (loss)			
Net income	Schedule E, line 28, column (g)	Form 1040, line 62	
Net loss	See the Partner's Instructions	See the Partner's Instructions	
4 Guaranteed payments	Schedule E, line 28, column (j)		
5 Interest income	Form 1040, line 8a		
6a Ordinary dividends	Form 1040, line 9a	Form 1116, Part I	
6b Qualified dividends	Form 1040, line 9b		
7 Royalties	Schedule E, line 3b		
8 Net short-term capital gain (loss)	Schedule D, line 5	Form 1116, Part I	
9a Net long-term capital gain (loss)	Schedule D, line 12		
9b Collectibles (28%) gain (loss)	28% Rate Gain Worksheet, line 4 (Schedule D Instructions)		
9c Unrecaptured section 1250 gain	See the Partner's Instructions		
10 Net section 1231 gain (loss)	See the Partner's Instructions		
11 Other income (loss)			
Code			
A Other portfolio income (loss)	See the Partner's Instructions	Form 1116, Part I	
B Involuntary conversions	See the Partner's Instructions		
C Section 1256 contracts and straddles	Form 6781, line 1		
D Mining exploration costs recapture	See Pub 535		
E Cancellation of debt	Form 1040, line 21 or Form 982		
F Other income (loss)	See the Partner's Instructions		
12 Section 179 deduction	See the Partner's Instructions		
13 Other deductions			
A Cash contributions (50%)	See the Partner's Instructions		
B Cash contributions (30%)			
C Noncash contributions (50%)			
D Noncash contributions (30%)			
E Capital gain property to a 50% organization (30%)			
F Capital gain property (20%)			
G Contributions (100%)			
H Investment interest expense	Form 4952, line 1		
I Deductions — royalty income	Schedule E, line 19		
J Section 59(e)(2) expenditures	See the Partner's Instructions		
K Deductions — portfolio (2% floor)	Schedule A, line 23		
L Deductions — portfolio (other)	Schedule A, line 28		
M Amounts paid for medical insurance	Schedule A, line 1 or Form 1040, line 29		
N Educational assistance benefits	See the Partner's Instructions		
O Dependent care benefits	Form 2441, line 12		
P Preproductive period expenses	See the Partner's Instructions		
Q Commercial revitalization deduction from rental real estate activities	See Form 8582 Instructions		
R Pensions and IRAs	See the Partner's Instructions		
S Reforestation expense deduction	See the Partner's Instructions		
T Domestic production activities information	See Form 8903 Instructions		
U Qualified production activities income	Form 8903, line 7b		
V Employer's Form W-2 wages	Form 8903, line 17		
W Other deductions	See the Partner's Instructions		
14 Self-employment earnings (loss)			
<i>Note.</i> If you have a section 179 deduction or any partner-level deductions, see the Partner's Instructions before completing Schedule SE.			
A Net earnings (loss) from self-employment	Schedule SE, Section A or B		
B Gross farming or fishing income	See the Partner's Instructions		
C Gross non-farm income	See the Partner's Instructions		
15 Credits			
A Low-income housing credit (section 42(j)(5)) from pre-2008 buildings	See the Partner's Instructions	See the Partner's Instructions	
B Low-income housing credit (other) from pre-2008 buildings			
C Low-income housing credit (section 42(j)(5)) from post-2007 buildings			
D Low-income housing credit (other) from post-2007 buildings			
E Qualified rehabilitation expenditures (rental real estate)			
F Other rental real estate credits			
G Other rental credits			
H Undistributed capital gains credit			Form 1040, line 71; check box a
I Alcohol and cellulosic biofuel fuels credit			See the Partner's Instructions
J Work opportunity credit			
K Disabled access credit			
L Empowerment zone and renewal community employment credit			
M Credit for increasing research activities			
N Credit for employer social security and Medicare taxes			
O Backup withholding		Form 1040, line 62	
P Other credits		See the Partner's Instructions	
16 Foreign transactions			
A Name of country or U.S. possession		Form 1116, Part I	
B Gross income from all sources			
C Gross income sourced at partner level			
<i>Foreign gross income sourced at partnership level</i>			
D Passive category		Form 1116, Part I	
E General category			
F Other			
<i>Deductions allocated and apportioned at partner level</i>			
G Interest expense		Form 1116, Part I	
H Other		Form 1116, Part I	
<i>Deductions allocated and apportioned at partnership level to foreign source income</i>			
I Passive category		Form 1116, Part I	
J General category			
K Other			
<i>Other information</i>			
L Total foreign taxes paid		Form 1116, Part II	
M Total foreign taxes accrued		Form 1116, Part II	
N Reduction in taxes available for credit		Form 1116, line 12	
O Foreign trading gross receipts		Form 8873	
P Extraterritorial income exclusion		Form 8873	
Q Other foreign transactions		See the Partner's Instructions	
17 Alternative minimum tax (AMT) items			
A Post-1986 depreciation adjustment		See the Partner's Instructions and the Instructions for Form 6251	
B Adjusted gain or loss			
C Depletion (other than oil & gas)			
D Oil, gas, & geothermal — gross income			
E Oil, gas, & geothermal — deductions			
F Other AMT items			
18 Tax-exempt income and nondeductible expenses			
A Tax-exempt interest income		Form 1040, line 8b	
B Other tax-exempt income		See the Partner's Instructions	
C Nondeductible expenses		See the Partner's Instructions	
19 Distributions			
A Cash and marketable securities		See the Partner's Instructions	
B Distribution subject to section 737			
C Other property			
20 Other information			
A Investment income		Form 4952, line 4a	
B Investment expenses		Form 4952, line 5	
C Fuel tax credit information		Form 4136	
D Qualified rehabilitation expenditures (other than rental real estate)		See the Partner's Instructions	
E Basis of energy property		See the Partner's Instructions	
F Recapture of low-income housing credit (section 42(j)(5))		Form 8611, line 8	
G Recapture of low-income housing credit (other)		Form 8611, line 8	
H Recapture of investment credit		Form 4255	
I Recapture of other credits		See the Partner's Instructions	
J Look-back interest — completed long-term contracts		See Form 8697	
K Look-back interest — income forecast method		See Form 8866	
L Dispositions of property with section 179 deductions		See the Partner's Instructions	
M Recapture of section 179 deduction			
N Interest expense for corporate partners			
O Section 453(l)(3) information			
P Section 453A(c) information			
Q Section 1260(b) information			
R Interest allocable to production expenditures			
S CCF nonqualified withdrawals			
T Depletion information — oil and gas			
U Amortization of reforestation costs			
V Unrelated business taxable income			
W Precontribution gain (loss)			
X Section 108(i) information			
Y Other information			