



SPAIN PRICE READER
& THOMPSON, P.C.
ACCOUNTANTS & BUSINESS CONSULTANTS

JUNE 2, 2023

DAVID SPENCER
2811 PRESCOTT ST
HOUSTON, TX 77025

RE: RAPHA CAPITAL INVESTMENT VIII LLC

DEAR MEMBER:

ATTACHED IS YOUR COPY OF THE 2022 PARTNERSHIP FORM 1065 SCHEDULE K-1 PACKAGE. THIS SUMMARIZES YOUR INFORMATION FROM THE PARTNERSHIP. THIS INFORMATION HAS BEEN PROVIDED TO THE INTERNAL REVENUE SERVICE WITH THE U.S. PARTNERSHIP RETURN OF INCOME, FORM 1065.

THE INFORMATION PROVIDED ON THIS SCHEDULE SHOULD BE ENTERED ON YOUR TAX RETURN IN ACCORDANCE WITH THE SCHEDULE K-1 INSTRUCTIONS. IF YOUR RETURN WILL BE PREPARED BY YOUR ACCOUNTANT OR ATTORNEY, YOU SHOULD PROVIDE A COPY OF THIS SCHEDULE TO THE PREPARER WITH YOUR OTHER TAX INFORMATION.

WE THANK YOU FOR THE OPPORTUNITY TO SERVE YOU.

VERY TRULY YOURS,

SPAIN, PRICE, READER & THOMPSON, P.C.

**Schedule K-1
(Form 1065)**

Department of the Treasury
Internal Revenue Service

2022

For calendar year 2022, or tax year

Final K-1

Amended K-1

OMB No. 1545-0123

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

See separate instructions.

Part I Information About the Partnership

A Partnership's employer identification number
84-4203239

B Partnership's name, address, city, state, and ZIP code
RAPHA CAPITAL INVESTMENT VIII LLC
9511 COLLINS AVENUE APT 1403
SURFSIDE, FL 33154

C IRS center where partnership filed return:
E-FILE

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

Part II Information About the Partner

E Partner's SSN or TIN (Do not use TIN of a disregarded entity. See instructions.)
***-**-5376

F Name, address, city, state, and ZIP code for partner entered in E. See instructions.
DAVID SPENCER
2811 PRESCOTT ST
HOUSTON, TX 77025

G General partner or LLC member-manager Limited partner or other LLC member

H1 Domestic partner Foreign partner

H2 If the partner is a disregarded entity (DE), enter the partner's:

TIN _____ Name _____

I1 What type of entity is this partner? **INDIVIDUAL**

I2 If this partner is a retirement plan (IRA/SEP/Keogh/etc.), check here

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

	Beginning	Ending
Profit	1.4851520 %	1.4851520 %
Loss	1.4851520 %	1.4851520 %
Capital	1.4851520 %	1.4851520 %

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

K Partner's share of liabilities:

	Beginning	Ending
Nonrecourse	\$	\$
Qualified nonrecourse financing	\$	\$
Recourse	\$ 0.	\$ 0.

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

L Partner's Capital Account Analysis

Beginning capital account	\$	
Capital contributed during the year	\$	152,000.
Current year net income (loss)	\$	-1,036.
Other increase (decrease) (attach explanation)	\$	
Withdrawals and distributions	\$()
Ending capital account	\$	150,964.

M Did the partner contribute property with a built-in gain (loss)?
 Yes No If "Yes," attach statement. See instructions.

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

Beginning	\$	
Ending	\$	

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

1 Ordinary business income (loss) 0.	14 Self-employment earnings (loss) A 0.
2 Net rental real estate income (loss)	15 Credits
3 Other net rental income (loss)	
4a Guaranteed payments for services	16 Schedule K-3 is attached if checked <input type="checkbox"/>
4b Guaranteed payments for capital	17 Alternative min tax (AMT) items
4c Total guaranteed payments	
5 Interest income	18 Tax-exempt income and nondeductible expenses
6a Ordinary dividends	
6b Qualified dividends	19 Distributions
6c Dividend equivalents	
7 Royalties	20 Other information B 32.
8 Net short-term capital gain (loss)	
9a Net long-term capital gain (loss)	
9b Collectibles (28%) gain (loss)	
9c Unrecaptured section 1250 gain	
10 Net section 1231 gain (loss)	
11 Other income (loss)	
12 Section 179 deduction	21 Foreign taxes paid or accrued
13 Other deductions L* 32. W* 1,004.	

22 More than one activity for at-risk purposes*
23 More than one activity for passive activity purposes*

*See attached statement for additional information.

For IRS Use Only

SCHEDULE K-1 OTHER PORTFOLIO DEDUCTIONS, BOX 13, CODE L

DESCRIPTION	PARTNER FILING INSTRUCTIONS	AMOUNT
PORTFOLIO AMORTIZATION	SEE IRS SCH. K-1 INSTRUCTIONS	32.
TOTAL TO SCHEDULE K-1, BOX 13, CODE L		32.

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

DESCRIPTION	PARTNER FILING INSTRUCTIONS	AMOUNT
INVESTMENT EXPENSES		1,004.
TOTAL TO SCHEDULE K-1, BOX 13, CODE W		1,004.

SCHEDULE K-1 CURRENT YEAR NET INCOME (LOSS) AND OTHER INCREASES(DECREASES)

DESCRIPTION	AMOUNT	TOTALS
PORTFOLIO DEDUCTIONS	-32.	
OTHER DEDUCTIONS	-1,004.	
SCHEDULE K-1 DEDUCTIONS SUBTOTAL		-1,036.
NET INCOME (LOSS) PER SCHEDULE K-1		-1,036.

SCHEDULE K-1 SCHEDULE K-3 NOTIFICATION

THE SCHEDULE K-3 HAS NOT BEEN PREPARED FOR YOU. YOU WILL NOT RECEIVE A COPY OF THE SCHEDULE UNLESS YOU REQUEST ONE.

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

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

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

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

Partner Basis Worksheet

Partner Number: 30	Partner ID Number:
Partner Name: DAVID SPENCER	Ownership Percentage: 1.4852%
Partnership Name: RAPHA CAPITAL INVESTMENT VIII LLC	Partnership ID Number: 84-4203239
	Year Ended: DECEMBER 31, 2022

Increases:	
1. Adjusted basis at the end of the prior year (not less than zero)	1. 0.
2. Money and your adjusted basis in property contributed to the partnership less the associated liabilities (not less than zero)	2. 152,000.
3. Partner's share of partnership liabilities (current year Item K, Schedule K-1 and increased share)	3. _____
a. Less: Liabilities included in line 1 above (prior year Item K)	3a. _____
4. Items of income or gain this year including tax-exempt income	
a. Ordinary business income	a. _____
b. Net rental real estate income	b. _____
c. Other net rental income	c. _____
d. Interest income	d. _____
e. Ordinary dividends	e. _____
f. Royalties	f. _____
g. Net short-term capital gain	g. _____
h. Net long-term capital gain	h. _____
i. Net gain under Section 1231	i. _____
j. Other income	j. _____
k. Tax-exempt income	k. _____
l. Other increases:	l. _____
Total income and gain (Add 4(a) through 4(l))	4. _____
5. Gain (if any) recognized this year on contribution of property to partnership (other than gain from transfer of liabilities)	5. _____
6. Depletion (other than oil and gas) in excess of basis	6. _____
Total increases (Add lines 2 through 6)	152,000.
Decreases:	
7. Withdrawals and distributions during the year	7. _____
8. Partner's share of partnership liabilities (current year Item K, Sch K-1 and decreased share)	8. _____
a. Less: Liabilities included in line 1 above (prior year Item K)	8a. _____
9. Nondeductible expenses	9. _____
10. Partnership losses and deductions:	
a. Ordinary business (loss)	a. _____
b. Net rental real estate (loss)	b. _____
c. Other net rental (loss)	c. _____
d. Net short-term capital (loss)	d. _____
e. Net long-term capital (loss)	e. _____
f. Net loss under Section 1231	f. _____
g. Other deductions	g. 1,036.
h. Charitable contributions	h. _____
i. Section 179 deduction	i. _____
j. Foreign taxes paid or accrued	j. _____
k. Other decreases:	k. _____
l. Disallowed prior year's losses and deductions	l. _____
11. Oil and gas depletion (not to exceed your allocable share of the adjusted basis of the property)	11. _____
Total decreases (Add 10(a) through 10(k) and line 11)	1,036.
12. Adjusted Basis of partnership interest (If less than zero, enter zero)	12. 150,964.
Gain on Distributions:	
13. a. Cash distributions	a. _____
b. Less: basis before distributions and allocable loss	b. _____
c. Gain on distribution	c. _____
Carryover:	
14. a. Prior year loss	a. _____
b. Add: Losses and deductions this year	b. 1,036.
c. Less: Applied this year	c. 152,000.
d. End of year (not less than 0)	d. 0.

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04-01-22