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

AUGUST 18, 2026

MANHATTAN HOSPITALITY ASSOCIATES, LLC
C/O MARK J GORDON
12 DUNE ROAD
WESTHAMPTON BEACH, NY 11978

RE: RAPHA CAPITAL INVESTMENT XV, LLC

DEAR MEMBER:

ATTACHED IS YOUR COPY OF THE 2025 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.

651123

Schedule K-1 (Form 1065)
Department of the Treasury
Internal Revenue Service

2025
For calendar year 2025, or tax year
beginning _____ ending _____

☐ 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
99-2404580

B Partnership's name, address, city, state, and ZIP code
RAPHA CAPITAL INVESTMENT XV, LLC
9511 COLLINS AVE 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.)
-*4286

F Name, address, city, state, and ZIP code for partner entered in E. See instructions.
MANHATTAN HOSPITALITY ASSOCIATES, LLC
C/O MARK J GORDON
12 DUNE ROAD
WESTHAMPTON BEACH, NY 11978

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? PARTNERSHIP

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

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

	Beginning	Ending
Profit	0.9100000 %	0.9100000 %
Loss	0.9100000 %	0.9100000 %
Capital	0.9100000 %	0.9100000 %

Check if decrease is due to:
☐ Sale or ☐ Exchange of partnership interest. See instructions.

K1 Partner's share of liabilities:

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

K2 Check this box if Item K-1 includes liability amounts from lower-tier partnerships ☐

K3 Check if any of the above liability is subject to guarantees or other payment obligations by the partner. See instructions ☐

L Partner's Capital Account Analysis

Beginning capital account	$ 50,320.
Capital contributed during the year	$
Current year net income (loss)	$ -7.
Other increase (decrease) (attach explanation)	$
Withdrawals and distributions	$( )
Ending capital account	$ 50,313.

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 ☐	
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			
6c Dividend equivalents		19 Distributions	
7 Royalties		20 Other information	
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	ZZ * 7		

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 DEDUCTIONS, BOX 13, CODE ZZ

DESCRIPTION	PARTNER FILING INSTRUCTIONS	AMOUNT
PROFESSIONAL FEES		7.
TOTAL TO SCHEDULE K-1, BOX 13, CODE ZZ		7.

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

DESCRIPTION	AMOUNT	TOTALS
OTHER DEDUCTIONS	-7.	
SCHEDULE K-1 DEDUCTIONS SUBTOTAL		-7.
NET INCOME (LOSS) PER SCHEDULE K-1		-7.

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 for Schedule K-1 (Form 1065)

Box Number	
11. Other income (loss)	
	Code A. Other portfolio income (loss)
	Code B. Involuntary conversions
	Code C. Section 1256 contracts and straddles
	Code D. Mining exploration costs recapture
	Code E. Cancellation of debt
	Code F. Section 743(b) positive income adjustments
	Codes G and H Reserved for future use
	Code I. Gain (loss) from disposition of oil, gas, geothermal, or other mineral properties (section 59(e))
	Code J. Recoveries of tax benefit items
	Code K. Gambling gains and losses
	Code L. Any income, gain, or loss to the partnership from a distribution under section 751(b)
	Code M. Gain eligible for section 1045 rollover (replacement stock purchased by partnership)
	Code N. Gain eligible for section 1045 rollover (replacement stock not purchased by the partnership)
	Code O. Sale or exchange of QSB stock with section 1202 exclusion
	Code P. Gain or loss on disposition of farm recapture property and other items to which section 1252 applies
	Code Q. Gain or loss on Fannie Mae or Freddie Mac qualified preferred stock
	Code R. Specially allocated ordinary gain (loss)
	Code S. Non-portfolio capital gain (loss)
	Codes T through X. Reserved for future use
	Code ZZ. Other
13. Other deductions	
	Code A. Cash contributions (60%)
	Code B. Cash contributions (30%)
	Code C. Noncash contributions (50%)
	Code D. Noncash contributions (30%)
	Code E. Capital gain property to a 50% organization (30%)
	Code F. Capital gain property (20%)
	Code G. Contributions (100%)
	Code H. Investment interest expense
	Code I. Deductions-royalty income
	Code J. Section 59(e)(2) expenditures
	Code K. Excess business interest expense (EBIE)
	Code L. Deductions-portfolio income (other)
	Code M. Amounts paid for medical insurance
	Code N. Educational assistance benefits
	Code O. Dependent care benefits
	Code P. Preproductive period expenses
	Code Q. Reserved for future use
	Code R. Pensions and IRAs
	Code S. Reforestation expense deduction
	Codes T through U. Reserved for future use
	Code V. Section 743(b) negative income adjustments
	Code W. Soil and water conservation
	Code X. Qualified film, television, theatrical, and sound recording production expenses
	Code Y. Expenditures for removal of barriers
	Code Z. Itemized deductions
	Code AA. Contributions to a capital construction fund (CCF)
	Code AB. Penalty on early withdrawal of savings
	Code AC. Interest expense allocated to debt-financed distributions
	Code AD. Interest expense on working interest in oil or gas
	Code AE. Deductions-portfolio income
	Codes AF through AJ. Reserved for future use
	Code ZZ. Other
14. Self-employment earnings (loss)	
	Note: If you have a section 179 deduction or any partner-level deductions, see page 21 before completing Schedule SE (Form 1040).

Box Number	
	Code A. Net earnings (loss) from self-employment
	Code B. Gross farming or fishing income
	Code C. Gross nonfarm income
15. Credits	
	Code A. Zero-emission nuclear power production credit
	Code B. Credit for production from advanced nuclear power facilities
	Code C. Low-income housing credit (section 42(j)(5)) from post-2007 buildings
	Code D. Low-income housing credit (other) from post-2007 buildings
	Code E. Qualified rehabilitation expenditures (rental real estate)
	Code F. Other rental real estate credits
	Code G. Other rental credits
	Code H. Undistributed capital gains credit
	Code I. Biofuel producer credit
	Code J. Work opportunity credit
	Code K. Disabled access credit
	Code L. Empowerment zone employment credit
	Code M. Credit for increasing research activities
	Code N. Credit for employer social security and Medicare taxes
	Code O. Backup withholding
	Code P. Unused investment credit from the qualifying advanced coal project credit or qualifying gasification project credit allocated from cooperatives
	Code Q. Unused investment credit from the qualifying advanced energy project credit allocated from cooperatives
	Code R. Unused investment credit from the advanced manufacturing investment credit allocated from cooperatives
	Code S. Unused investment credit from the clean electricity investment credit allocated from cooperatives
	Code T. Unused investment credit from the energy credit allocated from cooperatives
	Code U. Unused investment credit from the rehabilitation credit allocated from cooperatives
	Code V. Advanced manufacturing production credit
	Code W. Clean electricity production credit
	Code X. Clean fuel production credit
	Code Y. Clean hydrogen production credit
	Code Z. Orphan drug credit
	Code AA. Enhanced oil recovery credit
	Code AB. Renewable electricity production credit
	Code AC. Biodiesel, renewable diesel, or sustainable aviation fuels credit
	Code AD. New markets credit
	Code AE. Small employer pension plan startup costs credit and contributions credit
	Code AF. Small employer auto-enrollment credit
	Code AG. Small employer military spouse participation credit
	Code AH. Credit for employer-provided childcare facilities and services
	Code AI. Low sulfur diesel fuel production credit
	Code AJ. Qualified railroad track maintenance credit
	Code AK. Credit for oil and gas production from marginal wells
	Code AL. Distilled spirits credit
	Code AM. Energy efficient home credit
	Code AN. Reserved for future use
	Code AO. Alternative fuel vehicle refueling property credit
	Code AP. Clean renewable energy bond credit
	Code AQ. New clean renewable energy bond credit
	Code AR. Qualified energy conservation bond credit
	Code AS. Qualified zone academy bond credit
	Code AT. Qualified school construction bond credit
	Code AU. Build America bond credit
	Code AV. Credit for employer differential wage payments
	Code AW. Carbon oxide sequestration credit
	Code AX. Carbon oxide sequestration credit recapture
	Code AY. New clean vehicles credit
	Code AZ. Credit for qualified commercial clean vehicles
	Code BA. Credit for small employer health insurance premiums
	Code BB. Employer credit for paid family and medical leave
	Code BC. Eligible credits from transferor(s) under section 6418

Box Number	
	Codes BD through BG. Reserved for future use
	Code ZZ. Other
17. Alternative minimum tax (AMT) items	
	Code A. Post-1986 depreciation adjustment
	Code B. Adjusted gain or loss
	Code C. Depletion (other than oil & gas)
	Code D. Oil, gas, & geothermal-gross income
	Code E. Oil, gas, & geothermal-deductions
	Code F. Other AMT items
18. Tax-exempt income and nondeductible expenses	
	Code A. Tax-exempt interest income
	Code B. Other tax-exempt income
	Code C. Nondeductible expenses
19. Distributions	
	Code A. Cash and marketable securities
	Code B. Distribution subject to section 737
	Code C. Other property
	Code D. Deemed distributions of money-decreases in partner's share of liabilities
	Code E. Reserved for future use
	Code F. Distributions of cash or marketable securities for performing services
	Code G. Distributions of property other than cash or marketable securities for performing services
20. Other information	
	Code A. Investment income
	Code B. Investment expenses
	Code C. Fuel tax credit information
	Code D. Qualified rehabilitation expenditures (other than rental real estate)
	Code E. Basis of energy property
	Code F. Recapture of low-income housing credit for section 42(j)(5) partnerships
	Code G. Recapture of low-income housing credit for other partnerships
	Code H. Recapture of investment credit
	Code I. Recapture of other credits
	Code J. Look-back interest-completed long-term contracts
	Code K. Look-back interest-income forecast method
	Code L. Dispositions of property with section 179 deductions
	Code M. Recapture of section 179 deduction
	Code N. Business interest expense (BIE)
	Code O. Section 453(l)(3) information
	Code P. Section 453A(c) information
	Code Q. Section 1260(b) information
	Code R. Interest allocable to production expenditures
	Code S. Capital construction fund (CCF) nonqualified withdrawals
	Code T. Depletion information-oil and gas
	Code U. Section 743(b) basis adjustment
	Code V. Unrelated business taxable income
	Code W. Precontribution gain (loss)
	Code X. Payment obligations including guarantees and deficit obligations (DROs)
	Code Y. Net investment income (NII)
	Code Z. Section 199A information
	Code AA. Section 704(c) information
	Code AB. Section 751 gain (loss)
	Code AC. Section 1(h)(5) collectibles gain
	Code AD. Section 1(h)(6) unrecaptured section 1250 gain
	Code AE. Excess taxable income
	Code AF. Excess business interest income
	Code AG. Gross receipts for section 448(c)
	Code AH. Noncash charitable contributions
	Code AI. Interest and tax on deferred compensation to partners
	Code AJ. Excess business loss limitation
	Code AK. Gain from mark-to-market election
	Code AL. Section 721(c) partnership

Box Number	
	Code AM. Section 1061 information
	Code AN. Farming and fishing business
	Code AO. PTP information
	Code AP. Inversion gain
	Code AQ. Conservation reserve program payments
	Code AR. IRA disclosure
	Code AS. Qualifying advanced coal project property and qualifying gasification project property
	Code AT. Qualifying advanced energy project property
	Code AU. Advanced manufacturing investment property
	Code AV. Clean electricity investment property
	Code AW. Reportable transactions
	Code AX. Corporate alternative minimum tax (CAMT)
	Code AY. Foreign partners, Form 8990, Schedule A
	Code AZ. Reimbursement of preformation expenditures
	Codes BA through BD. Reserved for future use
	Code ZZ. Other

Partner Basis Worksheet

Partner Number: 8
Partner Name: MANHATTAN HOSPITALITY ASSOCIATES, LLC
C/O MARK J GORDON

Partner ID Number: **-***4286
Ownership Percentage: 0.9100%

Partnership Name: RAPHA CAPITAL INVESTMENT XV, LLC

Partnership ID Number: 99-2404580
Year Ended: DECEMBER 31, 2025

Increases:		
1. Adjusted basis at the end of the prior year (not less than zero)	1.	50,320.
2. Money and your adjusted basis in property contributed to the partnership less the associated liabilities (not less than zero)	2.	
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 and dividend equivalents	e.	
g. Royalties	g.	
h. Net short-term capital gain	h.	
i. Net long-term capital gain	i.	
j. Net gain under Section 1231	j.	
k. Other income	k.	
l. Tax-exempt income	l.	
m. Other increases:	m.	
n. Business interest expense (BIE) (reported as a positive amount)	n.	
Total income and gain (Add 4(a) through 4(n)	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)		
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.	7.
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 and business interest expense (BIE)	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)		7.
12. Adjusted Basis of partnership interest (If less than zero, enter zero)	12.	50,313.
Gain on Distributions:		
13. a. Total 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.	7.
c. Less: Applied this year	c.	50,320.
d. End of year (not less than 0)	d.	0.

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02-04-26

Allocation of Losses and Deductions

Partner Number: 8
Partner Name: MANHATTAN HOSPITALITY ASSOCIATES, LLC
C/O MARK J GORDON

Year Ended: DECEMBER 31, 2025
Partner ID Number: **-***4286

	(a) Beginning of Year and Current Year Losses and Deductions	(b) %	(c) Allowable Losses and Deductions in Current Year	(d) Disallowed Losses and Deductions (Carryover to Next Year)
Ordinary business (loss)				
Net rental real estate (loss)				
Other net rental (loss)				
Net short-term capital (loss)				
Net long-term capital (loss)				
Net loss under Section 1231				
Other deductions	7.	100.000000	7.	
Charitable contributions				
Section 179 deduction				
Foreign taxes paid or accrued				
Business Interest Expense (BIE)				
Excess business interest expense (EBIE)				
Other decreases				
Total deductible losses and deductions	7.	100.000000	7.	
Nondeductible expenses				
Oil and gas depletion				
Total nondeductible expenses and oil and gas depletion				
Totals	7.		7.	

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12-15-25