



# 2024 M3, Partnership Return

Do not use staples on anything you submit.

Tax year beginning (MM/DD/YYYY) \_\_\_\_/\_\_\_\_/\_\_\_\_ and ending (MM/DD/YYYY) \_\_\_\_/\_\_\_\_/\_\_\_\_

Partnership's Name _____		Federal ID Number _____	Minnesota Tax ID Number _____
Doing Business as _____		Former Name, if Changed Since 2023 Return _____	
Mailing Address _____		<input type="checkbox"/> Check if New Address	
City _____	State _____ ZIP Code _____	Number of Schedules KPI and KPC _____	Number of Partners _____

Check if: ☐ Initial Return    ☐ Composite Income Tax    ☐ More than 80% of Income is from Farming    ☐ LLC    ☐ Final Return    ☐ Installment Sale of Pass-through Assets or Interests

☐ Public Law 86-272    ☐ Pass-through Entity (PTE) Tax    ☐ Tax Position Disclosure (Include Form TPD)

Round amounts to nearest whole dollar

- 1 Minimum fee from line 9 of M3A (see M3A inst., page 8) ..... 1 ■ \_\_\_\_\_ (enclose M3A)
- 2 Pass-through Entity Tax ..... 2 ■ \_\_\_\_\_ (enclose Schedule PTE)
- 3 Composite income tax for nonresident individual partners ..... 3 ■ \_\_\_\_\_ (enclose Schedules KPI)
- 4 Minnesota income tax withheld for nonresident individual partners. If you received a Form AWC from a partner, check box: ☐ .... 4 ■ \_\_\_\_\_ (enclose Forms AWC)
- 5 Add lines 1 through 4 ..... 5 \_\_\_\_\_
- 6 Employer Transit Pass Credit not passed through to partners (enclose Schedule ETP) ..... 6 ■ \_\_\_\_\_
- 7 Film Production Tax Credit. .... 7 ■ \_\_\_\_\_
- Enter the credit certificate number: TAXC - \_\_\_\_\_
- 8 Tax Credit for Owners of Agricultural Assets not passed through to partners ..... 8 ■ \_\_\_\_\_
- Enter the certificate number from the certificate you received from the Rural Finance Authority:  
AO \_\_\_\_\_
- 9 State Housing Tax Credit ..... 9 ■ \_\_\_\_\_
- Enter the credit certificate number from Minnesota Housing: SHTC - \_\_\_\_\_
- 10 Short Line Railroad Infrastructure Modernization Credit ..... 10 ■ \_\_\_\_\_
- 11 Credit for Sales of Manufactured Home Parks to Cooperatives ..... 11 ■ \_\_\_\_\_
- 12 Add lines 6 through 11, limited to the amount of the minimum fee on line 1 ..... 12 \_\_\_\_\_
- 13 Subtract line 12 from line 5 (if result is zero or less, leave blank) ..... 13 ■ \_\_\_\_\_



Partnership's Name

Federal ID Number

Minnesota Tax ID Number

- 14 Enterprise Zone Credit not passed through to partners . . . . .14 ■
- 15 Estimated tax and/or extension payments made for 2024 . . . . .15 ■
- 16 Add lines 14 and 15 . . . . .16 ■
- 17 Tax due. If line 13 is more than line 16, subtract line 16 from line 13 . . . . .17 ■
- 18 Penalty (see instructions) . . . . .18 ■
- 19 Interest (see instructions) . . . . .19 ■
- 20 Additional charge for underpayment of estimated tax  
(enclose Schedule EST) . . . . .20 ■
- 21 AMOUNT DUE. If you entered an amount on line 17, add lines 17 through 20.  
  
Check payment method: ☐ Electronic (see inst., pg. 2), or ☐ Check (see inst. pg. 2) . . . . .21 ■
- 22 Overpayment. If line 16 is more than the sum of lines 13 and 18 through 20,  
subtract lines 13 and 18 through 20 from line 16 (see instructions, page 7) . . . . .22 ■
- 23 Amount of line 22 to be credited to your 2025 estimated tax . . . . .23 ■
- 24 REFUND. Subtract line 23 from line 22 . . . . .24 ■
- 25 To have your refund direct deposited, enter the following. Otherwise, you will receive a check.  
You must use an account not associated with any foreign banks.

Account type:

☐ Checking ☐ Savings

Routing number

Account number (use an account not associated with any foreign banks)

I declare that this return is correct and complete to the best of my knowledge and belief.

Signature of Partner or LLC Member

Date (MM/DD/YYYY)

Partner or Member's Direct Phone

Print Name of Partner or LLC Member

Email Address for Correspondence, if Desired

This email address belongs to:  
☐ Employee ☐ Paid Preparer ☐ Other:

Paid Preparer's Signature if Other than Partner

Preparer's PTIN

Date (MM/DD/YYYY)

Preparer's Direct Phone

Include a complete copy of your federal Form 1065, Schedules K and K-1,  
and other federal schedules.  
Mail to: Minnesota Partnership Tax  
Mail Station 1760  
600 N. Robert St.  
St. Paul, MN 55146-1760

I authorize the Minnesota Department of Revenue to discuss  
this tax return with the preparer.  
  
I do not want my paid preparer to file my return electronically.



## 2024 M3A, Apportionment and Minimum Fee

All partnerships must complete M3A to determine its Minnesota source income and minimum fee. See M3A instructions beginning on page 9.

	A In Minn.	B Total	C Factors (A ÷ B) <small>(carry to 5 decimal places)</small>	
<b>Property</b>				
1 a Average value of inventory . . . . . 1a ■	_____			
b Average value of buildings, machinery and other tangible property owned. . . 1b ■	_____			
c Average value of land owned . . . . . 1c ■	_____			
Total average value of tangible property owned at original cost (add lines 1a-1c) . . . 1	_____			
2 Capitalized rents paid by partnership (gross rents paid x 8) . . . . . 2 ■	_____			
3 Add lines 1 and 2 . . . . . 3 ■	_____			
<b>Payroll</b>				
4 Total payroll, including guaranteed payments to partners . . . . . 4 ■	_____			
<b>Sales</b>				
5 Sales (including rents received) . . . . . 5 ■	_____		■ _____	■ _____
<b>Minimum Fee Calculation</b>				
6 Total of lines 3, 4 and 5 in column A . . . . . 6 ■	_____			
7 Adjustments (see instructions, page 9) . . . . . 7 ■	_____		(Identify pass-through entity and enclose schedule.)	
Schedule KPC MUST be included.				
8 Combine lines 6 and 7 . . . . . 8 ■	_____			
9 Minimum fee (determine using the amount on line 8 and the table below) . . . . . 9 ■	_____		Enter this amount on line 1 of your Form M3.	

Minimum Fee Table	
<b>If line 8 of M3A is:</b>	<b>your minimum fee is:</b>
less than \$1,220,000 .....	\$0
1,220,000 to \$2,439,999 .....	\$250
\$2,440,000 to \$12,199,999 .....	\$730
\$12,200,000 to \$24,389,999 .....	\$2,440
\$24,390,000 to \$48,779,999 .....	\$4,890
\$48,780,000 or more .....	\$12,200

**\* The following partnerships do not have to pay a minimum fee:**

- Farm partnerships with more than 80 percent of income from farming

If you are exempt from the minimum fee, leave line 9 above and line 1 on Form M3 blank.