

United States Bankruptcy Court
District of Arizona

Voluntary Petition

Name of Debtor (if individual, enter Last, First, Middle):
PROGRESSIVE INVESTMENT GROUP LLC

Name of Joint Debtor (Spouse) (Last, First, Middle):

All Other Names used by the Debtor in the last 8 years
(include married, maiden, and trade names):

All Other Names used by the Joint Debtor in the last 8 years
(include married, maiden, and trade names):

Last four digits of Soc. Sec. or Individual-Taxpayer I.D. (ITIN) No./Complete EIN
(if more than one, state all)
26-4363676

Last four digits of Soc. Sec. or Individual-Taxpayer I.D. (ITIN) No./Complete EIN
(if more than one, state all)

Street Address of Debtor (No. and Street, City, and State):
16853 E PALISADES BO
FOUNTAIN HILLS, AZ
ZIP Code
85268

Street Address of Joint Debtor (No. and Street, City, and State):
ZIP Code

County of Residence or of the Principal Place of Business:
MARICOPA

County of Residence or of the Principal Place of Business:

Mailing Address of Debtor (if different from street address):
ZIP Code

Mailing Address of Joint Debtor (if different from street address):
ZIP Code

Location of Principal Assets of Business Debtor
(if different from street address above):

Type of Debtor
(Form of Organization) (Check one box)
Individual (includes Joint Debtors)
See Exhibit D on page 2 of this form.
Corporation (includes LLC and LLP)
Partnership
Other (If debtor is not one of the above entities,
check this box and state type of entity below.)

Nature of Business
(Choose one box)
Health Care Business
Single Asset Real Estate as defined
in 11 U.S.C. § 101 (51B)
Railroad
Stockbroker
Commodity Broker
Clearing Bank
Other

Chapter of Bankruptcy Code Under Which
the Petition is Filed (Check one box)
Chapter 7
Chapter 9
Chapter 11
Chapter 12
Chapter 13
Chapter 15 Petition for Recognition
of a Foreign Main Proceeding
Chapter 15 Petition for Recognition
of a Foreign Nonmain Proceeding

Chapter 15 Debtors
Country of debtor's center of main interests:
Each country in which a foreign proceeding
by, regarding, or against debtor is pending:

Tax-Exempt Entity
(Choose box, if applicable)
Debtor is a tax-exempt organization
under Title 26 of the United States
Code (the Internal Revenue Code).

Nature of Debts
(Choose one box)
Debts are primarily consumer debts,
defined in 11 U.S.C. § 101(8) as
"incurred by an individual primarily for
a personal, family, or household purpose."
Debts are primarily
business debts.

Filing Fee (Check one box)
Full Filing Fee attached
Filing Fee to be paid in installments (applicable to individuals only). Must
attach signed application for the court's consideration certifying that the
debtor is unable to pay fee except in installments. Rule 1006(b). See Official
Form 3A.
Filing Fee waiver requested (applicable to chapter 7 individuals only). Must
attach signed application for the court's consideration. See Official Form 3B.

Chapter 11 Debtors
Check one box:
Debtor is a small business debtor as defined in 11 U.S.C. § 101(51D).
Debtor is not a small business debtor as defined in 11 U.S.C. § 101(51D).
Check if:
Debtor's aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates)
are less than \$2,343,300 (amount subject to adjustment on 4/01/13 and every three years thereafter).
Check all applicable boxes:
A plan is being filed with this petition.
Acceptances of the plan were solicited prepetition from one or more classes of creditors,
in accordance with 11 U.S.C. § 1126(b).

Statistical/Administrative Information
Debtor estimates that funds will be available for distribution to unsecured creditors.
Debtor estimates that, after any exempt property is excluded and administrative expenses paid,
there will be no funds available for distribution to unsecured creditors.
Estimated Number of Creditors
Estimated Assets
Estimated Liabilities

THIS SPACE IS FOR COURT USE ONLY

Voluntary Petition <i>(This page must be completed and filed in every case)</i>	Name of Debtor(s): PROGRESSIVE INVESTMENT GROUP LLC
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All Prior Bankruptcy Cases Filed Within Last 8 Years (If more than two, attach additional sheet)

Location Where Filed: - None -	Case Number:	Date Filed:
Location Where Filed:	Case Number:	Date Filed:

Pending Bankruptcy Case Filed by any Spouse, Partner, or Affiliate of this Debtor (If more than one, attach additional sheet)

Name of Debtor: - None -	Case Number:	Date Filed:
District:	Relationship:	Judge:

<p style="text-align: center;">Exhibit A</p> <p>(To be completed if debtor is required to file periodic reports (e.g., forms 10K and 10Q) with the Securities and Exchange Commission pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934 and is requesting relief under chapter 11.)</p> <p><input type="checkbox"/> Exhibit A is attached and made a part of this petition.</p>	<p style="text-align: center;">Exhibit B</p> <p>(To be completed if debtor is an individual whose debts are primarily consumer debts.)</p> <p>I, the attorney for the petitioner named in the foregoing petition, declare that I have informed the petitioner that [he or she] may proceed under chapter 7, 11, 12, or 13 of title 11, United States Code, and have explained the relief available under each such chapter. I further certify that I delivered to the debtor the notice required by 11 U.S.C. §342(b).</p> <p>X _____ Signature of Attorney for Debtor(s) (Date)</p>
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Exhibit C

Does the debtor own or have possession of any property that poses or is alleged to pose a threat of imminent and identifiable harm to public health or safety?

Yes, and Exhibit C is attached and made a part of this petition.

No.

Exhibit D

(To be completed by every individual debtor. If a joint petition is filed, each spouse must complete and attach a separate Exhibit D.)

Exhibit D completed and signed by the debtor is attached and made a part of this petition.

If this is a joint petition:

Exhibit D also completed and signed by the joint debtor is attached and made a part of this petition.

Information Regarding the Debtor - Venue

(Check any applicable box)

Debtor has been domiciled or has had a residence, principal place of business, or principal assets in this District for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other District.

There is a bankruptcy case concerning debtor's affiliate, general partner, or partnership pending in this District.

Debtor is a debtor in a foreign proceeding and has its principal place of business or principal assets in the United States in this District, or has no principal place of business or assets in the United States but is a defendant in an action or proceeding [in a federal or state court] in this District, or the interests of the parties will be served in regard to the relief sought in this District.

Certification by a Debtor Who Resides as a Tenant of Residential Property

(Check all applicable boxes)

Landlord has a judgment against the debtor for possession of debtor's residence. (If box checked, complete the following.)

(Name of landlord that obtained judgment)

(Address of landlord)

Debtor claims that under applicable nonbankruptcy law, there are circumstances under which the debtor would be permitted to cure the entire monetary default that gave rise to the judgment for possession, after the judgment for possession was entered, and

Debtor has included in this petition the deposit with the court of any rent that would become due during the 30-day period after the filing of the petition.

Debtor certifies that he/she has served the Landlord with this certification. (11 U.S.C. § 362(l)).

Voluntary Petition
(This page must be completed and filed in every case)

Name of Debtor(s):
PROGRESSIVE INVESTMENT GROUP LLC

Signatures

Signature(s) of Debtor(s) (Individual/Joint)

I declare under penalty of perjury that the information provided in this petition is true and correct.
[If petitioner is an individual whose debts are primarily consumer debts and has chosen to file under chapter 7] I am aware that I may proceed under chapter 7, 11, 12, or 13 of title 11, United States Code, understand the relief available under each such chapter, and choose to proceed under chapter 7.
[If no attorney represents me and no bankruptcy petition preparer signs the petition] I have obtained and read the notice required by 11 U.S.C. §342(b).

I request relief in accordance with the chapter of title 11, United States Code, specified in this petition.

X _____
Signature of Debtor

X _____
Signature of Joint Debtor

Telephone Number (If not represented by attorney)

Date

Signature of a Foreign Representative

I declare under penalty of perjury that the information provided in this petition is true and correct, that I am the foreign representative of a debtor in a foreign proceeding, and that I am authorized to file this petition.

(Check only one box.)

I request relief in accordance with chapter 15 of title 11, United States Code. Certified copies of the documents required by 11 U.S.C. §1515 are attached.

Pursuant to 11 U.S.C. §1511, I request relief in accordance with the chapter of title 11 specified in this petition. A certified copy of the order granting recognition of the foreign main proceeding is attached.

X _____
Signature of Foreign Representative

Printed Name of Foreign Representative

Date

Signature of Attorney*

X /s/ DENNIS J. WORTMAN
Signature of Attorney for Debtor(s)

DENNIS J. WORTMAN 002136
Printed Name of Attorney for Debtor(s)

DENNIS J. WORTMAN, P.C.
Firm Name

202 EAST EARLL DRIVE STE. 490
PHOENIX, AZ 85012

Address

Email: djwortman@azbar.org

602-257-0101 Fax: 602-279-5650
Telephone Number

January 30, 2013
Date

*In a case in which § 707(b)(4)(D) applies, this signature also constitutes a certification that the attorney has no knowledge after an inquiry that the information in the schedules is incorrect.

Signature of Non-Attorney Bankruptcy Petition Preparer

I declare under penalty of perjury that: (1) I am a bankruptcy petition preparer as defined in 11 U.S.C. § 110; (2) I prepared this document for compensation and have provided the debtor with a copy of this document and the notices and information required under 11 U.S.C. §§ 110(b), 110(h), and 342(b); and, (3) if rules or guidelines have been promulgated pursuant to 11 U.S.C. § 110(h) setting a maximum fee for services chargeable by bankruptcy petition preparers, I have given the debtor notice of the maximum amount before preparing any document for filing for a debtor or accepting any fee from the debtor, as required in that section. Official Form 19 is attached.

Printed Name and title, if any, of Bankruptcy Petition Preparer

Social-Security number (If the bankruptcy petition preparer is not an individual, state the Social Security number of the officer, principal, responsible person or partner of the bankruptcy petition preparer.) (Required by 11 U.S.C. § 110.)

Address

X _____

Date

Signature of bankruptcy petition preparer or officer, principal, responsible person, or partner whose Social Security number is provided above.

Names and Social-Security numbers of all other individuals who prepared or assisted in preparing this document unless the bankruptcy petition preparer is not an individual:

If more than one person prepared this document, attach additional sheets conforming to the appropriate official form for each person.

A bankruptcy petition preparer's failure to comply with the provisions of title 11 and the Federal Rules of Bankruptcy Procedure may result in fines or imprisonment or both. 11 U.S.C. §110; 18 U.S.C. §156.

Signature of Debtor (Corporation/Partnership)

I declare under penalty of perjury that the information provided in this petition is true and correct, and that I have been authorized to file this petition on behalf of the debtor.

The debtor requests relief in accordance with the chapter of title 11, United States Code, specified in this petition.

X /s/ YVONNE WYMAN
Signature of Authorized Individual

YVONNE WYMAN
Printed Name of Authorized Individual

MEMBER
Title of Authorized Individual

January 30, 2013
Date

Form 1065

Department of the Treasury Internal Revenue Service

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

OMB No. 1545-0099

2011

A Principal business activity Rental Real Estate B Principal product or service Commercial real estate C Business code number 523900 Name of partnership PROGRESSIVE INVESTMENT GROUP LLC Number, street, and room or suite number. If a P.O. box, see the instructions. 16436 N Dixie Mine Trail City or town FOUNTAIN HILLS State ZIP code AZ 85268 D Employer identification number 26-4363676 E Date business started 01/01/08 F Total assets (see instrs) \$

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.

Table with 22 rows and 3 columns. Rows include: 1a Merchant card and third-party payments, 1b Gross receipts or sales not reported on line 1a, 1c Total, 1d Returns and allowances, 1e Subtract line 1d from line 1c, 2 Cost of goods sold, 3 Gross profit, 4 Ordinary income (loss) from other partnerships, 5 Net farm profit (loss), 6 Net gain (loss) from Form 4797, 7 Other income (loss), 8 Total income (loss), 9 Salaries and wages, 10 Guaranteed payments to partners, 11 Repairs and maintenance, 12 Bad debts, 13 Rent, 14 Taxes and licenses, 15 Interest, 16a Depreciation, 16b Less depreciation reported on Form 1125-A, 16c Depletion, 17 Retirement plans, etc., 18 Employee benefit programs, 19 Other deductions, 20 Total deductions, 21 Ordinary business income (loss).

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.

Sign Here Date 04/10/12 May the IRS discuss this return with the preparer shown below (see instrs)?

Paid Preparer Use Only Firm's name Self-Prepared Firm's address Firm's EIN Phone no.

Schedule B Other Information

1 What type of entity is filing this return? Check the applicable box:

- a Domestic general partnership
- b Domestic limited partnership
- c Domestic limited liability company
- d Domestic limited liability partnership
- e Foreign partnership
- f Other

Yes	No
	X
	X
X	
	X

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?

3 At the end of the tax year:

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

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

4 At the end of the tax year, did the partnership:

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

Yes	No
	X
	X
X	
	X

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

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

(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. 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.	X	
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
12 a 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		
18 a 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?		
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 L Bruce Wyman Identifying number of TMP 502-50-6529

If the TMP is an entity, name of TMP Address of designated TMP 10436 N Dixie Mine Trail Fountain Hills, AZ 85268

Phone number of TMP

Schedule K Partners' Distributive Share Items

Table with columns for category (Income (Loss), Deductions, Self-Employment, Credits, Foreign Transactions, Alternative Minimum Tax (AMT) Items, Other Information), line number, description, sub-column (3a, 3b, 6a, 6b, 9a, 9b, 9c), and Total amount. Includes values like 0. and -30,677.

BAA

Form 1065 (2011)

Analysis of Net Income (Loss)

Table with 6 columns: (i) Corporate, (ii) Individual (active), (iii) Individual (passive), (iv) Partnership, (v) Exempt organization, (vi) Nominee/Other. Row 1: Net income (loss) per books. Row 2: Analysis by partner type. Row 3: General partners. Row 4: Limited partners.

Schedule L: Balance Sheets per Books. Table with columns: Assets, Liabilities and Capital, Beginning of tax year (a, b), End of tax year (c, d). Rows include Cash, Trade notes, Inventories, U.S. government obligations, Tax-exempt securities, Other current assets, Loans to partners, Mortgage and real estate loans, Other investments, Buildings and other depreciable assets, Depletable assets, Land, Intangible assets, Other assets, Total assets, Accounts payable, Mortgages, notes, bonds payable, All nonrecourse loans, Loans from partners, Other liabilities, Partners' capital accounts, Total liabilities and capital.

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).

Table with 4 columns for reconciliation. Row 1: Net income (loss) per books. Row 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). Row 3: Guaranteed pmts (other than health insurance). Row 4: Expenses recorded on books this year not included on Schedule K, lines 1 through 13d, and 16l (itemize). Row 5: Add lines 1 through 4. Row 6: Income recorded on books this year not included on Schedule K, lines 1 through 11 (itemize). Row 7: Deductions included on Schedule K, lines 1 through 13d, and 16l, not charged against book income this year (itemize). Row 8: Add lines 6 and 7. Row 9: Income (loss) (Analysis of Net Income (Loss), line 1). Subtract line 8 from line 5.

Schedule M-2: Analysis of Partners' Capital Accounts

Table with 4 columns for capital accounts. Row 2: Capital contributed: a Cash, b Property. Row 3: Net income (loss) per books. Row 4: Other increases (itemize). Row 5: Add lines 1 through 4. Row 7: Other decreases (itemize). Row 8: Add lines 6 and 7. Row 9: Balance at end of year. Subtract line 8 from line 5.

Form **8825**

(Rev. December 2010)

Department of the Treasury
Internal Revenue Service

Rental Real Estate Income and Expenses of a Partnership or an S Corporation

OMB No. 1545-1186

▶ See instructions.

▶ Attach to Form 1065, Form 1065-B, or Form 1120S.

Name: **PROGRESSIVE INVESTMENT GROUP LLC** Employer identification number: **26-4363676**

1	Show the type and address of each property. For each rental real estate property listed, report the number of days rented at fair rental value and days with personal use. See instructions. See page 2 to list additional properties.	Type - Enter code 1-8; see page 2 for list	Fair Rental Days	Personal Use Days
A	16853 E PALLISADES BLVD FOUNTAIN HILLS, AZ 85268	4	365	0
B				
C				
D				

Rental Real Estate Income		Properties			
		A	B	C	D
2	Gross rents	25,884.			
Rental Real Estate Expenses					
3	Advertising				
4	Auto and travel				
5	Cleaning and maintenance				
6	Commissions				
7	Insurance				
8	Legal and other professional fees	773.			
9	Interest	20,827.			
10	Repairs	143.			
11	Taxes	14,244.			
12	Utilities	1,842.			
13	Wages and salaries				
14	Depreciation (see instructions)	17,256.			
15	Other (list) ▶ Association Dues	400.			
	Elevator maintenance	907.			
	Service fees	169.			
16	Total expenses for each property. Add lines 3 through 15	56,561.			
17	Income or (Loss) from each property. Subtract line 16 from line 2	-30,677.			
18a	Total gross rents. Add gross rents from line 2, columns A through H			25,884.	
18b	Total expenses. Add total expenses from line 16, columns A through H			-56,561.	
19	Net gain (loss) from Form 4797, Part II, line 17, from the disposition of property from rental real estate activities				
20a	Net income (loss) from rental real estate activities from partnerships, estates, and trusts in which this partnership or S corporation is a partner or beneficiary (from Schedule K-1)				
b Identify below the partnerships, estates, or trusts from which net income (loss) is shown on line 20a. Attach a schedule if more space is needed:					
21	Net rental real estate income (loss). Combine lines 18a through 20a. Enter the result here and on: • Form 1065 or 1120S: Schedule K, line 2, or • Form 1065-B: Part I, line 4				-30,677.

BAA For Paperwork Reduction Act Notice, see the separate instructions.

SPSZ0101 03/09/11

Form 8825 (12-2010)

**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

PROGRESSIVE INVESTMENT GROUP LLC

Employer identification number (EIN)

26-4363676

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

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
L Bruce Wyman	502-50-6529	US	50.0000
Yvonne R Wyman	360-62-6244	US	50.0000

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

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

ARIZONA FORM 165

Arizona Partnership Income Tax Return

2011

CHECK ONE: Original [X] Amended [] For the [X] calendar year 2011 or [] fiscal year beginning and ending
Business telephone number (480) 337-0650
Business activity code number (from federal Form 1065) 523900
Name: PROGRESSIVE INVESTMENT GROUP LLC
Number and street or PO Box: 16436 N Dixie Mine Trail
City, or town, state, and ZIP Code: FOUNTAIN HILLS AZ 85268
Employer identification number (EIN): 26-4363676
AZ transaction privilege tax number: 26-4363676

(68) Check box if: [] This is a first return [] Name change [] Address change

CHECK BOX IF: Return filed under extension. (82) 82E []

- A DBA
B Will a composite return be filed on Form 140NR? [] Yes [X] No
C Total number of nonresident individual partners.
D Total number of resident individual partners. 2
E Total number of entity partners (see instructions, page 2)
F Date business commenced. 01/01/2008
G Arizona apportionment - (check only one) Multistate partnerships only.
[] AIR Carrier [] STANDARD Sales Factor [] ENHANCED Sales Factor

Table with columns (81) and (66) for revenue use only. Includes YES/NO columns for questions H, I, J, K, L, M.

H Is this the partnership's final return?
I Did you file 2009 and 2010 Arizona partnership returns? If no, state reason.
J Have you filed amended federal partnership returns for prior years? If yes, list years.
K Have you attached a copy of your federal Form 1065 and supporting schedules to this return, including Schedule(s) K-1?
L Has the Internal Revenue Service made any adjustments in any federal income tax return filed by the partnership not previously reported to the department? If yes, indicate year(s) and submit under separate cover a copy of the IRS report as finally determined.
M The partnership books are in care of: Bruce Wyman located at: 16436 N Dixie Mine Trail FOUNTAIN HILLS, AZ 85268

Table with 3 columns: Description, Line Number, Amount. Line 1: Federal ordinary business and rental income - from Form 1065, Schedule K. See instructions. 1 -30,677.

Schedule A - Additions to Partnership Income

Table with 3 columns: Description, Line Number, Amount. A1 Total federal depreciation 17,256. A2 Non-Arizona municipal bond interest. A3 Capital investment by certified defense contractor. A4 Additions related to Arizona tax credits. A5 Other additions to partnership income. 2 Total additions to partnership income - add lines A1 through A5. 2 17,256. 3 Subtotal - add lines 1 and 2. 3 -13,421.

Schedule B - Subtractions From Partnership Income

Table with 3 columns: Description, Line Number, Amount. B1 Recalculated Arizona depreciation - see instructions 17,256. B2 Basis adjustment for property sold or otherwise disposed of during the taxable year - see instructions. B3 Interest from U.S. government obligations. B4 Difference in adjusted basis of property. B5 Agricultural crops charitable contribution - see instructions. B6 Capital investment by certified defense contractor. 4 Total subtractions from partnership income - add lines B1 through B7. 4 17,256. 5 Partnership income adjusted to Arizona basis - subtract line 4 from line 3. 5 -30,677. 6 Net adjustment of partnership income from federal to Arizona basis - subtract line 1 from line 5. 6 0.

Penalty 7 Penalty for late filing or incomplete filing - see instructions. 7

Schedule C - Apportionment Formula (Multistate Partnerships Only)

See instructions, pages 6 through 8.

C1 Property Factor

NOTE: Qualifying air carriers must use Schedule ACA

Value of real and tangible personal property (by averaging the value of owned property used at the beginning and end of the tax period) rented property at capitalized value)

	Column A Total Within Arizona Round to the Nearest Dollar	Column B Total Everywhere Round to the Nearest Dollar	Column C Ratio Within Arizona A ÷ B
a Owned property (at original cost):			
Inventories			
Depreciable assets — (do not include Construction in Progress)			
Land			
Other assets— (describe)			
Less: Nonbusiness property (if included in above totals)	()	()	
Total of section a			
b Rented property (capitalize at 8 times net rental paid)			
c Total owned and rented property (section a total plus section b)			
C2 Payroll Factor			
Total wages, salaries, commissions and other compensation paid to employees (per federal Form 1065 or payroll reports)			
C3 Sales Factor			
a Sales delivered or shipped to Arizona purchasers			
b Other gross receipts			
c Total sales and other gross receipts			
d Weight Arizona sales — (STANDARD uses X 2; ENHANCED uses X 8)	x 2 OR x 8		
e Sales factor (for column A — multiply item c by item d; for column B — enter amount from item c)			
C4 Total ratio — add C1(c), C2 and C3(e) in column C.			
C5 Average apportionment ratio			
Divide line C4, column C, by the denominator (STANDARD divides by four (4); ENHANCED divides by ten (10)). Enter the result in column C and on the Arizona Form 165 Schedule K-1(NR) in column (b)			

Schedule D - Business Information

Describe briefly the nature and location(s) of the partnership's Arizona business activities:

Commercial real estate rental property

Describe briefly the nature and location(s) of the partnership's business activities outside of Arizona:

Schedule E - Partner Information Prepare a schedule that lists each partner's name, address, TIN, and pro rata share of the amount shown on line 5. Label the listing as 'Schedule E - Partner Information' and attach the schedule immediately after page 2 of Form 165.

Certification I, the undersigned partner of the partnership for which this return is made, certify under penalty of perjury, that this return, including the accompanying schedules and statements, has been examined by me and is to the best of my knowledge and belief, a correct and complete return, made in good faith, for the taxable year stated pursuant to the income tax laws of the State of Arizona.

Please Sign Here

Partner's signature	Date	Title
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Paid Preparer's Use Only

Preparer's signature	Date	Preparer's EIN, PTIN or SSN
Self-Prepared		
		Firm's <input type="checkbox"/> EIN or <input type="checkbox"/> SSN

Attach all schedules to this return including federal Form 1065 and federal Schedule(s) K-1 (Form 1065).
Mail to: Arizona Department of Revenue, PO Box 52153, Phoenix AZ 85072-2153

PROGRESSIVE INVESTMENT GROUP LLC 26-4363676

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Schedule E- Partner Information

Partner Name and Address	Social Security Number or Federal Identification Number	Pro Rata Share of Income (Loss)
L Bruce Wyman 16436 N Dixie Mine Trail Fountain Hills, AZ 85268	502-50-6529	-15,339.
Yvonne R Wyman 16853 E. Palisades Blvd. Fountain Hills, AZ 85268	360-62-6244	-15,338.
Total		<u>-30,677.</u>