

**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

FORM 8-K

CURRENT REPORT

**Pursuant to Section 13 or 15(d) of the
Securities Exchange Act of 1934**

Date of Report (Date of earliest event reported): **December 10, 2012**

SIMON PROPERTY GROUP, L.P.

(Exact name of registrant as specified in its charter)

Delaware
(State or other jurisdiction
of incorporation)

333-11491
(Commission
File Number)

34-1755769
(IRS Employer
Identification No.)

**225 WEST WASHINGTON STREET
INDIANAPOLIS, INDIANA**
(Address of principal executive offices)

46204
(Zip Code)

Registrant's telephone number, including area code: **317.636.1600**

Not Applicable

(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

ITEM 8.01 Other Events.

Simon Property Group, L.P. is filing as Exhibit 12.1 to this Current Report on Form 8-K a Statement Regarding Computation of Ratios, which includes the calculation of its historical ratios of earnings to fixed charges for 2011, 2010, 2009, 2008 and 2007 and the nine months ended September 30, 2012 and 2011. The ratio calculations for the years and the period prior to September 30, 2012 have been revised to conform to the most recent period presentation.

ITEM 9.01 Financial Statements and Exhibits.

<u>Exhibit No.</u>	<u>Description</u>
Exhibit 12.1	Statement Regarding Computation of Ratios

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

Date: December 10, 2012

SIMON PROPERTY GROUP, L.P.

By: Simon Property Group, Inc., the sole General Partner

By: /s/ Steven K. Broadwater
Steven K. Broadwater
Senior Vice President and
Chief Accounting Officer

Simon Property Group, L.P. and Subsidiaries
Computation of Ratio of Earnings to Fixed Charges

(in thousands)

	For the nine months ended September 30,		For the year ended December 31,				
	2012	2011	2011	2010	2009	2008	2007
Earnings:							
Pre-tax income from continuing operations	1,350,922	806,675	\$ 1,249,483	\$ 755,248	\$ 382,042	\$ 603,141	\$ 663,283
Add:							
Distributions from unconsolidated entities	114,508	69,651	112,977	109,050	105,318	118,665	101,998
Amortization of capitalized interest	3,436	2,852	3,961	3,085	3,897	4,494	2,073
Fixed Charges	863,357	750,386	1,003,093	1,395,163	1,015,437	1,004,100	990,517
Less:							
Income from unconsolidated entities	(87,368)	(57,353)	(255,058)	(88,057)	(32,617)	(32,246)	(128,752)
Minority interest in pre-tax (income) loss of subsidiaries that have not incurred fixed charges	(1,271)	(749)	(1,249)	(1,066)	3,993	(1,636)	(1,464)
Interest capitalization	(17,633)	(3,250)	(5,815)	(3,715)	(14,502)	(27,847)	(35,793)
Earnings	\$ 2,225,951	\$ 1,568,212	\$ 2,107,392	\$ 2,169,708	\$ 1,463,568	\$ 1,668,671	\$ 1,591,862
Fixed Charges:							
Portion of rents representative of the interest factor	10,192	10,118	13,752	13,669	8,870	8,783	8,872
Interest on indebtedness (including amortization of debt expense)	835,532	737,018	983,526	1,027,091	992,065	947,140	945,852
Interest capitalized	17,633	3,250	5,815	3,715	14,502	27,847	35,793
Loss on extinguishment of debt	0	0	0	350,688	0	20,330	0
Fixed Charges	\$ 863,357	\$ 750,386	\$ 1,003,093	\$ 1,395,163	\$ 1,015,437	\$ 1,004,100	\$ 990,517
Ratio of Earnings to Fixed Charges	<u>2.58x</u>	<u>2.09x</u>	<u>2.10x</u>	<u>1.56x</u>	<u>1.44x</u>	<u>1.66x</u>	<u>1.61x</u>