

(K) "PARTNERSHIP AT WILL" MEANS A PARTNERSHIP IN WHICH THE PARTNERS HAVE NOT AGREED TO REMAIN PARTNERS UNTIL THE EXPIRATION OF A DEFINITE TERM OR THE COMPLETION OF A PARTICULAR UNDERTAKING.

(L) "PARTNERSHIP INTEREST" OR "PARTNER'S INTEREST IN THE PARTNERSHIP" MEANS ALL OF A PARTNER'S INTERESTS IN THE PARTNERSHIP, INCLUDING THE PARTNER'S TRANSFERABLE INTEREST AND ALL MANAGEMENT AND OTHER RIGHTS.

(M) "PROPERTY" MEANS ALL PROPERTY, REAL, PERSONAL, OR MIXED, TANGIBLE OR INTANGIBLE, OR ANY INTEREST THEREIN.

(N) "STATE" MEANS A STATE OF THE UNITED STATES, THE DISTRICT OF COLUMBIA, THE COMMONWEALTH OF PUERTO RICO, OR ANY TERRITORY OR INSULAR POSSESSION SUBJECT TO THE JURISDICTION OF THE UNITED STATES.

(O) "STATEMENT" MEANS A STATEMENT OF PARTNERSHIP AUTHORITY UNDER § 9-303 OF THIS TITLE, A STATEMENT OF DENIAL UNDER § 9-304 OF THIS TITLE, A STATEMENT OF DISSOCIATION UNDER § 9-704 OF THIS TITLE, A STATEMENT OF DISSOLUTION UNDER § 9-805 OF THIS TITLE, OR AN AMENDMENT OR CANCELLATION OF ANY OF THE FOREGOING.

(P) "TRANSFER" INCLUDES AN ASSIGNMENT, CONVEYANCE, LEASE, MORTGAGE, DEED, AND ENCUMBRANCE.

9-102. KNOWLEDGE AND NOTICE.

(A) A PERSON KNOWS A FACT IF THE PERSON HAS ACTUAL KNOWLEDGE OF IT.

(B) A PERSON HAS NOTICE OF A FACT IF THE PERSON:

- (1) KNOWS OF IT;
- (2) HAS RECEIVED A NOTIFICATION OF IT; OR
- (3) HAS REASON TO KNOW IT EXISTS FROM ALL OF THE FACTS KNOWN TO THE PERSON AT THE TIME IN QUESTION.

(C) A PERSON NOTIFIES OR GIVES A NOTIFICATION TO ANOTHER BY TAKING STEPS REASONABLY REQUIRED TO INFORM THE OTHER PERSON IN ORDINARY COURSE, WHETHER OR NOT THE OTHER PERSON LEARNS OF IT.

(D) A PERSON RECEIVES A NOTIFICATION WHEN THE NOTIFICATION:

- (1) COMES TO THE PERSON'S ATTENTION; OR
- (2) IS DULY DELIVERED AT THE PERSON'S PLACE OF BUSINESS OR AT ANY OTHER PLACE HELD OUT BY THE PERSON AS A PLACE FOR RECEIVING COMMUNICATIONS.

(E) EXCEPT AS OTHERWISE PROVIDED IN SUBSECTION (F), A PERSON OTHER THAN AN INDIVIDUAL KNOWS, HAS NOTICE, OR RECEIVES A NOTIFICATION OF A FACT FOR PURPOSES OF A PARTICULAR TRANSACTION WHEN THE INDIVIDUAL