

(4) UNREASONABLY REDUCE THE DUTY OF CARE UNDER § 9-404(C) OR § 9-603(B)(3) OF THIS TITLE;

(5) ELIMINATE THE OBLIGATION OF GOOD FAITH AND FAIR DEALING UNDER § 9-404(D) OF THIS TITLE, BUT THE PARTNERSHIP AGREEMENT MAY PRESCRIBE THE STANDARDS BY WHICH THE PERFORMANCE OF THE OBLIGATION IS TO BE MEASURED, IF THE STANDARDS ARE NOT MANIFESTLY UNREASONABLE;

(6) VARY THE POWER TO DISSOCIATE AS A PARTNER UNDER § 9-602(A) OF THIS TITLE, EXCEPT TO REQUIRE THE NOTICE UNDER § 9-601(1) OF THIS TITLE TO BE IN WRITING;

(7) VARY THE RIGHT OF A COURT TO EXPEL A PARTNER IN THE EVENTS SPECIFIED IN § 9-601(5) OF THIS TITLE;

(8) VARY THE REQUIREMENT TO WIND UP THE PARTNERSHIP BUSINESS IN CASES SPECIFIED IN § 9-801(4), (5), OR (6) OF THIS TITLE;

(9) VARY THE LAW APPLICABLE TO A LIMITED LIABILITY PARTNERSHIP UNDER SECTION 9-106 OF THIS SUBTITLE; OR

(10) RESTRICT RIGHTS OF THIRD PARTIES UNDER THIS TITLE.

9-104. SUPPLEMENTAL PRINCIPLES OF LAW.

(A) UNLESS DISPLACED BY PARTICULAR PROVISIONS OF THIS TITLE, THE PRINCIPLES OF LAW AND EQUITY SUPPLEMENT THIS TITLE.

(B) IF AN OBLIGATION TO PAY INTEREST ARISES UNDER THIS TITLE AND THE RATE IS NOT SPECIFIED, THE RATE IS THAT SPECIFIED IN § 11-107(A) OF THE COURTS ARTICLE.

9-105. EXECUTION, FILING, AND RECORDING OF STATEMENTS.

(A) A STATEMENT MAY BE FILED WITH THE DEPARTMENT. A CERTIFIED COPY OF A STATEMENT THAT IS FILED IN AN OFFICE IN ANOTHER STATE, CONTAINING SUBSTANTIALLY THE SAME INFORMATION AS REQUIRED FOR A STATEMENT FILED UNDER THIS TITLE, MAY BE FILED WITH THE DEPARTMENT. EITHER FILING HAS THE EFFECT PROVIDED IN THIS TITLE WITH RESPECT TO PARTNERSHIP PROPERTY LOCATED IN OR TRANSACTIONS THAT OCCUR IN THIS STATE.

(B) A STATEMENT OF PARTNERSHIP AUTHORITY FILED BY A PARTNERSHIP MUST BE EXECUTED BY AT LEAST TWO PARTNERS. OTHER STATEMENTS MUST BE EXECUTED BY A PARTNER OR OTHER PERSON AUTHORIZED BY THIS TITLE. AN INDIVIDUAL WHO EXECUTES A STATEMENT SHALL PERSONALLY DECLARE UNDER PENALTY OF PERJURY THAT THE CONTENTS OF THE STATEMENT ARE ACCURATE.

(C) A PERSON AUTHORIZED BY THIS TITLE TO FILE A STATEMENT MAY AMEND OR CANCEL THE STATEMENT BY FILING AN AMENDMENT OR CANCELLATION THAT NAMES THE PARTNERSHIP, IDENTIFIES THE STATEMENT, AND STATES THE SUBSTANCE OF THE AMENDMENT OR CANCELLATION.