

9-704. STATEMENT OF DISSOCIATION.

(A) A DISSOCIATED PARTNER OR THE PARTNERSHIP MAY FILE A STATEMENT OF DISSOCIATION STATING THE NAME OF THE PARTNERSHIP AND THAT THE PARTNER IS DISSOCIATED FROM THE PARTNERSHIP.

(B) A STATEMENT OF DISSOCIATION IS A LIMITATION ON THE AUTHORITY OF A DISSOCIATED PARTNER FOR THE PURPOSES OF § 9-303(C) AND (D) OF THIS TITLE.

(C) FOR THE PURPOSES OF §§ 9-702(A)(3) AND 9-703(B)(3) OF THIS SUBTITLE, A PERSON NOT A PARTNER IS DEEMED TO HAVE NOTICE OF THE DISSOCIATION 90 DAYS AFTER THE STATEMENT OF DISSOCIATION IS FILED.

9-705. CONTINUED USE OF PARTNERSHIP NAME.

CONTINUED USE OF A PARTNERSHIP NAME, OR A DISSOCIATED PARTNER'S NAME AS PART THEREOF, BY PARTNERS CONTINUING THE BUSINESS DOES NOT OF ITSELF MAKE THE DISSOCIATED PARTNER LIABLE FOR AN OBLIGATION OF THE PARTNERS OR THE PARTNERSHIP CONTINUING THE BUSINESS.

SUBTITLE 8. WINDING UP PARTNERSHIP BUSINESS.

9-801. EVENTS CAUSING DISSOLUTION AND WINDING UP OF PARTNERSHIP BUSINESS.

A PARTNERSHIP IS DISSOLVED, AND ITS BUSINESS MUST BE WOUND UP, ONLY UPON THE OCCURRENCE OF ANY OF THE FOLLOWING EVENTS:

(1) IN A PARTNERSHIP AT WILL, THE PARTNERSHIP'S HAVING NOTICE FROM A PARTNER, OTHER THAN A PARTNER WHO IS DISSOCIATED UNDER § 9-601(2) THROUGH (10) OF THIS TITLE, OF THAT PARTNER'S EXPRESS WILL TO WITHDRAW AS A PARTNER, OR ON A LATER DATE SPECIFIED BY THE PARTNER;

(2) IN A PARTNERSHIP FOR A DEFINITE TERM OR PARTICULAR UNDERTAKING:

(I) THE EXPIRATION OF 90 DAYS AFTER A PARTNER'S DISSOCIATION BY DEATH OR OTHERWISE UNDER § 9-601(6) THROUGH (10) OF THIS TITLE OR WRONGFUL DISSOCIATION UNDER § 9-602(B) OF THIS TITLE, UNLESS BEFORE THAT TIME A MAJORITY IN INTEREST OF THE REMAINING PARTNERS, INCLUDING PARTNERS WHO HAVE RIGHTFULLY DISSOCIATED PURSUANT TO § 9-602(B)(2)(I) OF THIS TITLE, AGREE TO CONTINUE THE PARTNERSHIP;

(II) THE EXPRESS WILL OF ALL OF THE PARTNERS TO WIND UP THE PARTNERSHIP BUSINESS; OR

(III) THE EXPIRATION OF THE TERM OR THE COMPLETION OF THE UNDERTAKING;

(3) AN EVENT AGREED TO IN THE PARTNERSHIP AGREEMENT RESULTING IN THE WINDING UP OF THE PARTNERSHIP BUSINESS;

(4) AN EVENT THAT MAKES IT UNLAWFUL FOR ALL OR SUBSTANTIALLY ALL OF THE BUSINESS OF THE PARTNERSHIP TO BE CONTINUED, BUT A CURE OF