

SUBTITLE 10. LIMITED LIABILITY PARTNERSHIPS.

9-1001. REGISTRATION; CERTIFICATES.

(A) A PARTNERSHIP FORMED IN ACCORDANCE WITH AN AGREEMENT GOVERNED BY THE LAWS OF THIS STATE MAY REGISTER AS A LIMITED LIABILITY PARTNERSHIP BY FILING WITH THE DEPARTMENT A CERTIFICATE OF LIMITED LIABILITY PARTNERSHIP WHICH SETS FORTH:

- (1) THE NAME OF THE LIMITED LIABILITY PARTNERSHIP;
- (2) THE PURPOSE FOR WHICH THE LIMITED LIABILITY PARTNERSHIP EXISTS; AND
- (3) THE ADDRESS OF ITS PRINCIPAL OFFICE IN THIS STATE AND THE NAME AND ADDRESS OF ITS RESIDENT AGENT.

(B) A PARTNERSHIP QUALIFIES AS A LIMITED LIABILITY PARTNERSHIP AT THE TIME OF THE FILING OF THE CERTIFICATE WITH THE DEPARTMENT OR AT ANY LATER TIME SPECIFIED IN THE CERTIFICATE.

(C) AN AMENDMENT TO THE CERTIFICATE OF LIMITED LIABILITY PARTNERSHIP SHALL BE:

- (1) IN WRITING; AND
- (2) FILED FOR RECORD WITH THE DEPARTMENT.

(D) A CERTIFICATE OR AMENDMENT SHALL BE EXECUTED BY A PERSON AUTHORIZED BY THE LIMITED LIABILITY PARTNERSHIP TO EXECUTE SUCH CERTIFICATE AND AMENDMENT.

(E) REGISTRATION OF A PARTNERSHIP AS A LIMITED LIABILITY PARTNERSHIP MAY BE VOLUNTARILY WITHDRAWN AT ANY TIME BY FILING WITH THE DEPARTMENT A WRITTEN WITHDRAWAL NOTICE EXECUTED BY ONE OR MORE PARTNERS AUTHORIZED BY THE LIMITED LIABILITY PARTNERSHIP TO EXECUTE THE WITHDRAWAL.

(F) THE STATUS OF A PARTNERSHIP AS A LIMITED LIABILITY PARTNERSHIP SHALL NOT BE AFFECTED BY THE ADMISSION OF ONE OR MORE PARTNERS TO THE PARTNERSHIP OR BY THE DEATH, RETIREMENT, OR WITHDRAWAL OF ANY PARTNER OR ANY OTHER EVENT CAUSING ANY PARTNER TO BE DISSOCIATED FROM THE PARTNERSHIP.

9-1002. RECORDATION OF FILINGS WITH DEPARTMENT.

(A) THE DEPARTMENT MAY NOT ACCEPT FOR RECORD OR FILING ANY DOCUMENT OF A LIMITED LIABILITY PARTNERSHIP THAT DOES NOT CONFORM WITH LAW.

(B) ANY DOCUMENT WHICH PURPORTS TO BE ACKNOWLEDGED MAY BE TREATED BY THE DEPARTMENT AS PROPERLY ACKNOWLEDGED.