

(3) IF THE OLD AND NEW ADDRESSES OF THE RESIDENT AGENT ARE THE SAME AS THE OLD AND NEW ADDRESSES OF THE PRINCIPAL OFFICE OF THE LIMITED LIABILITY COMPANY, THE STATEMENT MAY INCLUDE A CHANGE OF ADDRESS OF THE PRINCIPAL OFFICE IF:

(I) THE RESIDENT AGENT NOTIFIES THE LIMITED LIABILITY COMPANY IN WRITING; AND

(II) THE STATEMENT RECITES THAT NOTICE HAS BEEN SENT.

(4) THE CHANGE OF ADDRESS OF THE RESIDENT AGENT OR PRINCIPAL OFFICE IS EFFECTIVE WHEN THE DEPARTMENT ACCEPTS THE STATEMENT FOR RECORD.

(D) (1) A RESIDENT AGENT MAY RESIGN BY FILING WITH THE DEPARTMENT A COUNTERPART OR PHOTOCOPY OF THE SIGNED RESIGNATION.

(2) UNLESS A LATER TIME IS SPECIFIED IN THE RESIGNATION, IT IS EFFECTIVE:

(I) AT THE TIME IT IS FILED WITH THE DEPARTMENT, IF THE LIMITED LIABILITY COMPANY HAS MORE THAN 1 RESIDENT AGENT; OR

(II) 10 DAYS AFTER IT IS FILED WITH THE DEPARTMENT, IF THE LIMITED LIABILITY COMPANY HAS ONLY 1 RESIDENT AGENT.

SUBTITLE 3. RELATIONS OF LIMITED LIABILITY COMPANY AND MEMBERS TO THIRD PERSONS

4A-301. LIABILITY TO THIRD PERSONS.

EXCEPT AS OTHERWISE PROVIDED BY THIS TITLE, NO MEMBER SHALL BE PERSONALLY LIABLE FOR THE OBLIGATIONS OF THE LIMITED LIABILITY COMPANY, WHETHER ARISING IN CONTRACT, TORT OR OTHERWISE, SOLELY BY REASON OF BEING A MEMBER OF THE LIMITED LIABILITY COMPANY.

4A-302. PARTIES TO ACTIONS.

A MEMBER OF A LIMITED LIABILITY COMPANY IS NOT A PROPER PARTY TO A PROCEEDING BY OR AGAINST A LIMITED LIABILITY COMPANY, SOLELY BY REASON OF BEING A MEMBER OF THE LIMITED LIABILITY COMPANY, EXCEPT:

(1) WHERE THE OBJECT OF THE PROCEEDING IS TO ENFORCE A MEMBER'S RIGHT AGAINST OR LIABILITY TO THE LIMITED LIABILITY COMPANY; OR