

IF ANY STATEMENT IN THE APPLICATION FOR REGISTRATION OF A FOREIGN LIMITED LIABILITY COMPANY IS FALSE WHEN MADE OR ANY ARRANGEMENTS OR OTHER FACTS DESCRIBED HAVE CHANGED MAKING THE APPLICATION INACCURATE IN ANY RESPECT, THE FOREIGN LIMITED LIABILITY COMPANY SHALL PROMPTLY FILE WITH THE DEPARTMENT A CERTIFICATE, EXECUTED BY AN AUTHORIZED PERSON, CORRECTING THE STATEMENT.

4A-1006. CANCELLATION OF REGISTRATION.

(A) A FOREIGN LIMITED LIABILITY COMPANY MAY CANCEL ITS REGISTRATION BY FILING WITH THE DEPARTMENT A CERTIFICATE OF CANCELLATION EXECUTED BY AN AUTHORIZED PERSON.

(B) THE FILING OF A CERTIFICATE OF CANCELLATION DOES NOT TERMINATE THE AUTHORITY OF THE DEPARTMENT TO ACCEPT SERVICE OF PROCESS ON THE FOREIGN LIMITED LIABILITY COMPANY WITH RESPECT TO CAUSES OF ACTION ARISING OUT OF DOING BUSINESS IN THIS STATE.

4A-1007. DOING BUSINESS WITHOUT REGISTRATION.

(A) IF A FOREIGN LIMITED LIABILITY COMPANY IS DOING OR HAS DONE ANY INTRASTATE, INTERSTATE, OR FOREIGN BUSINESS IN THIS STATE WITHOUT COMPLYING WITH THE REQUIREMENTS OF THIS SUBTITLE, THE FOREIGN LIMITED LIABILITY COMPANY AND ANY PERSON CLAIMING UNDER IT MAY NOT MAINTAIN SUIT IN ANY COURT OF THIS STATE, UNLESS THE LIMITED LIABILITY COMPANY SHOWS TO THE SATISFACTION OF THE COURT THAT:

(1) THE FOREIGN LIMITED LIABILITY COMPANY OR THE PERSON CLAIMING UNDER IT HAS PAID THE PENALTY SPECIFIED IN SUBSECTION (D)(1) OF THIS SECTION; AND

(2) (I) THE FOREIGN LIMITED LIABILITY COMPANY OR A SUCCESSOR TO IT HAS COMPLIED WITH THE REQUIREMENTS OF THIS TITLE; OR

(II) THE FOREIGN LIMITED LIABILITY COMPANY AND ANY FOREIGN LIMITED LIABILITY COMPANY SUCCESSOR TO IT ARE NO LONGER DOING INTRASTATE, INTERSTATE, OR FOREIGN BUSINESS IN THIS STATE.

(B) THE FAILURE OF A FOREIGN LIMITED LIABILITY COMPANY TO REGISTER IN THIS STATE DOES NOT IMPAIR THE VALIDITY OF A CONTRACT OR ACT OF THE FOREIGN LIMITED LIABILITY COMPANY OR PREVENT THE FOREIGN LIMITED LIABILITY COMPANY FROM DEFENDING ANY ACTION, SUIT, OR PROCEEDING IN A COURT OF THIS STATE.