



**State of North Carolina
Department of the Secretary of State**

Certificate of Change/Amendment of Foreign Limited Partnership

Read Instructions on reverse before beginning. Attach additional pages as needed.

No. pages attached: _____

A. Name of foreign limited partnership:			
B. Name used to transact business in N.C. if different:			
C. Date originally filed with Secretary of State:			
D. Number (SOSID) assigned by Secretary of State:			
E. Amend as follows (complete all applicable sections)			
1. Name of limited partnership in home state or country changed to:			
2. Name used to transact business in N.C. changed to:			
3. Name of registered agent changed to:			
4. Address of registered N.C. office changed to:		5. Address of principal office changed to:	
Street/ Number		Street/ Number	
City/State/Zip		City/State/Zip	
County		County	
6. Address of general partner(s) changed to:		7. General partner(s) added:	
Name		Name	
Street/Number		Street/Number	
City		City	
State or Country/Zip		State or Country/Zip	
County		County	
8. General partners withdrawn:		9. Name(s)/address(es) of limited partners changed to:	
Name		Name	
Street/Number		Street/Number	
City		City	
State or Country/Zip		State or Country/Zip	
County		County	
10. Address of where list of limited partners is kept changed to:		11. Dissolution date changed to:	
Street/Number			
City, State, or Country/Zip			
County			
12. Other changes:			
F. The following signature by a <i>general partner</i> constitutes an affirmation under the penalties of perjury that the facts herein are true:			
Type or print name	Title	Signature	Date

NOTES:

- Filing fee is \$25.00. This document must be filed with the Secretary of State.

Instructions for Completing Changes/Amendments to Certificate Of Foreign Limited Partnership

Form LP-05

If additional space is necessary, attach extra sheets noting on each the appropriate section to which the information refers.

- A. Enter the name of the partnership as it appears in the partnership agreement or in an amendment most recently filed in the home state or country.
- B. Enter the name under which the partnership is conducting business in North Carolina as it appears on the previously filed Certificate of Authority to Transact Business in North Carolina. In the event the name was later changed, enter the name as it appears in the Certificate of Amendment as previously filed with the Secretary of State of North Carolina.
- C. Enter the date the foreign limited partnership originally filed in North Carolina.
- D. Enter the file number that the Secretary of State assigned to the previously filed certificate of authority.
- E. Complete only the sections applicable to the changes to be made in the Certificate of Authority to Transact Business:
 1. Enter the new name of the limited partnership in its home state or country. [N.C.G.S. §59-905].
 2. Enter the new name under which the partnership will conduct business in North Carolina. [N.C.G.S. §59-905].

NOTE: If sub-item 2 is completed, please be advised that any proposed new name **MUST** be approved by the Secretary of State for the purpose of determining that the new name is not the same or deceptively similar to the name of another limited partnership or corporation transacting business in North Carolina. Also all new names must include the words "limited partnership".

3. Enter the name of the new registered agent. [N.C.G.S. §59-905].
 4. Enter, without abbreviation, the street address, city, zip code, and county of the new North Carolina registered office. Do not use a post office box. [N.C.G.S. §59-905].
 5. Enter the street address, city, zip code, and county of the new principal office in the home state or country. [N.C.G.S. §59-905].
 6. Enter the name (first, middle initial, last) and new address (street and number, city, state, zip code, and county) of the general partners. [N.C.G.S. §59-905].
 7. Enter the name (first, middle initial, last) and address (street and number, city, state, zip code, and county) of any withdrawing general partners. [N.C.G.S. §59-905].
 8. Enter the name (first, middle initial, last) and address (street and number, city, state, zip code, and county) of any additional general partners. [N.C.G.S. §59-905].
 9. & 10. Please complete 9 and 10 as appropriate to the record of limited partners kept in accordance with the North Carolina General Statutes.
 11. Enter the new date certain of dissolution. [N.C.G.S. §59-905].
 12. State any other changes the partnership wishes to file. [N.C.G.S. §59-905].
- F. The signature of a general partner constitutes an affirmation under the penalties of perjury that the facts stated therein are true. [N.C.G.S. §59-902(a)(9)].