

48-2e-202 Amendment of restatement of certificate of limited partnership.

- (1) A certificate of limited partnership may be amended or restated at any time.
- (2) To amend its certificate of limited partnership, a limited partnership must deliver to the division for filing an amendment stating:
 - (a) the name of the limited partnership;
 - (b) the date of filing of its initial certificate of limited partnership; and
 - (c) the changes the amendment makes to the certificate of limited partnership as most recently amended or restated.
- (3) To restate its certificate of limited partnership, a limited partnership must deliver to the division for filing a restatement designated as such in its heading.
- (4) A limited partnership shall promptly deliver to the division for filing an amendment to a certificate of limited partnership to reflect:
 - (a) the admission of a new general partner;
 - (b) the dissociation of a person as a general partner; or
 - (c) the appointment of a person to wind up the limited partnership's activities and affairs under Subsection 48-2e-802(3) or (4).
- (5) If a general partner knows that any information in a filed certificate of limited partnership was inaccurate when the certificate of limited partnership was filed or has become inaccurate due to changed circumstances, the general partner shall promptly:
 - (a) cause the certificate of limited partnership to be amended; or
 - (b) if appropriate, deliver to the division for filing a statement of change under Section 16-17-206 or a statement of correction under Section 48-2e-208.

Enacted by Chapter 412, 2013 General Session