

362.2-202 Amendment or restatement of certificate.

- (1) In order to amend its certificate of limited partnership, a limited partnership shall deliver to the Secretary of State for filing an amendment that satisfies KRS 14A.2-010 to 14A.2-150 or, pursuant to KRS 362.2-1101 to 362.2-1113, articles of merger, stating:
 - (a) The name of the limited partnership;
 - (b) The date of filing of its initial certificate; and
 - (c) The changes the amendment makes to the certificate as most recently amended or restated.
- (2) A limited partnership shall promptly deliver to the Secretary of State 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 under KRS 362.2-803(3) or (4).
- (3) A general partner who knows that any information in a filed certificate of limited partnership was false when the certificate was filed or has become false due to changed circumstances shall promptly:
 - (a) Cause the certificate to be amended; or
 - (b) If appropriate, deliver to the Secretary of State for filing a statement of change pursuant to KRS 14A.5-010 or a statement of correction pursuant to KRS 14A.2-090.
- (4) A certificate of limited partnership may be amended at any time for any other proper purpose as determined by the limited partnership.
- (5) A restated certificate of limited partnership may be delivered to the Secretary of State for filing in the same manner as an amendment.
- (6) An amendment or restated certificate is effective as provided in KRS 14A.2-070.

Effective: January 1, 2011

History: Amended 2010 Ky. Acts ch. 151, sec. 106, effective January 1, 2011. --
Created 2006 Ky. Acts ch. 149, sec. 106, effective July 12, 2006.