

1 SENATE BILL NO. 36

2 INTRODUCED BY T. FACEY

3 BY REQUEST OF THE SECRETARY OF STATE

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5 A BILL FOR AN ACT ENTITLED: "AN ACT REQUIRING A FOREIGN LIMITED PARTNERSHIP TO AMEND ITS
6 CERTIFICATE OF AUTHORITY TO TRANSACT BUSINESS UNDER CERTAIN CIRCUMSTANCES;
7 REQUIRING CERTAIN INFORMATION TO AMEND A CERTIFICATE OF AUTHORITY TO TRANSACT
8 BUSINESS; AND PROVIDING AN IMMEDIATE EFFECTIVE DATE."

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10 BE IT ENACTED BY THE LEGISLATURE OF THE STATE OF MONTANA:

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12 NEW SECTION. **Section 1. Amendment of certificate of authority -- requirements.** (1) A foreign
13 limited partnership may amend its certificate of authority to transact business by delivering to the secretary of
14 state for filing an amendment stating:

15 (a) the name of the foreign limited partnership;

16 (b) the date of filing of the foreign limited partnership's initial certificate; and

17 (c) the changes the amendment makes to the certificate of authority to transact business as most
18 recently amended.19 (2) A foreign limited partnership shall promptly deliver to the secretary of state for filing an amendment
20 to a certificate of authority to transact business to reflect:

21 (a) the admission of a new general partner;

22 (b) the dissociation of a general partner; or

23 (c) the revision of any other information at any time for a proper purpose as determined by the foreign
24 limited partnership.25 (3) A general partner that knows that any information in an application for registration as a foreign limited
26 partnership was false when filed or that any information in a certificate of authority to transact business has
27 become false due to changed circumstances shall promptly:

28 (a) cause the certificate to be amended; or

29 (b) if appropriate, deliver to the secretary of state for filing a statement of change pursuant to 35-7-110
30 or a statement of correction pursuant to 35-12-616.

1 (4) Subject to 35-12-614(3), an amendment is effective when filed by the secretary of state.

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3 NEW SECTION. **Section 2. Codification instruction.** [Section 1] is intended to be codified as an
4 integral part of Title 35, chapter 12, part 13, and the provisions of Title 35, chapter 12, part 13, apply to [section
5 1].

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7 NEW SECTION. **Section 3. Effective date.** [This act] is effective on passage and approval.

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