

SENATE BILL No. 748

September 30, 2003, Introduced by Senators TOY and CLARKE and referred to the Committee on Commerce and Labor.

A bill to amend 1982 PA 213, entitled "Michigan revised uniform limited partnership act," by amending section 102 (MCL 449.1102) and by adding section 211.

THE PEOPLE OF THE STATE OF MICHIGAN ENACT:

1 Sec. 102. The name of ~~each~~ a limited partnership ~~as~~ set
 2 forth in its certificate of limited partnership **shall conform to**
 3 **all of the following:**

4 (1) Shall contain without abbreviation the words "limited
 5 partnership".

6 (2) May not contain the name of a limited partner unless **1 of**
 7 **the following applies:**

8 (i) ~~the~~ **The** name is also the name of a general partner or
 9 the corporate name of a corporate general partner. ~~—or~~

10 (ii) ~~the~~ **The** business of the limited partnership had been

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1 carried on under that name before the admission of that limited
2 partner.

3 (3) May not contain any word or phrase indicating or implying
4 that it is organized other than for a purpose stated in its
5 certificate of limited partnership.

6 (4) Shall ~~be such as to~~ distinguish ~~it~~ **the name** upon the
7 records in the office of the administrator from **all of the**
8 **following:**

9 (i) ~~the~~ **The** name of each other domestic limited
10 partnership. —

11 (ii) ~~the~~ **The** name of each foreign limited partnership
12 authorized to transact business in this state and the name under
13 which ~~each such~~ **that** foreign limited partnership has registered
14 in this state. —

15 (iii) ~~each~~ **Each** name currently reserved under section 103
16 or assumed under section 104. —

17 (iv) ~~the~~ **The** name of each domestic corporation and each
18 foreign corporation authorized to transact business in this
19 state. —, and

20 (v) ~~each~~ **Each** corporate name currently reserved or
21 registered under the business corporation act, ~~Act No. 284 of~~
22 ~~the Public Acts of 1972, as amended, being sections 450.1101 to~~
23 ~~450.2099 of the Michigan Compiled Laws~~ **1972 PA 284, MCL 450.1101**
24 **to 450.2098**, or a predecessor act and each corporate name assumed
25 under section 217 of the business corporation act, ~~Act No. 284~~
26 ~~of the Public Acts of 1972, as amended, being section 450.1217 of~~
27 ~~the Michigan Compiled Laws~~ **1972 PA 284, MCL 450.1217.**

1 (vi) The name of each domestic limited liability company that
2 is in good standing and each foreign limited liability company
3 authorized to transact business in this state that is in good
4 standing.

5 (vii) Each limited liability company name currently reserved
6 and each name assumed under the Michigan limited liability
7 company act, 1993 PA 23, MCL 450.4101 to 450.5200.

8 (5) May not contain the words "corporation" or "incorporated"
9 or any abbreviation or derivative ~~thereof~~ of those words.

10 Sec. 211. A domestic limited partnership may convert to a
11 limited liability company under section 707 of the Michigan
12 limited liability company act, 1993 PA 23, MCL 450.4707.

13 Enacting section 1. This amendatory act does not take
14 effect unless all of the following bills of the 92nd Legislature
15 are enacted into law:

16 (a) Senate Bill No. 745. _____

17

18 (b) Senate Bill No. 746. _____

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20 (c) Senate Bill No. 747. _____

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