

**MICHIGAN DEPARTMENT OF LABOR & ECONOMIC GROWTH  
BUREAU OF COMMERCIAL SERVICES**

Date Received

(FOR BUREAU USE ONLY)

This document is effective on the date filed, unless a subsequent effective date within 90 days after received date is stated in the document.

Name

Address

City

State

Zip Code

EFFECTIVE DATE:

Document will be returned to the name and address you enter above.

If left blank document will be mailed to the registered office.

## CERTIFICATE OF CANCELLATION

### For use by Domestic and Foreign Limited Partnerships

(Please read information and instructions on the last page)

*Pursuant to the provisions of Act 213, Public Acts of 1982, the undersigned general partner(s) execute the following Certificate:*

1. The name of the limited partnership is:

\_\_\_\_\_

2. The limited partnership number assigned by the Bureau is:

**L** \_\_\_\_\_

### 3. To be completed by Domestic Limited Partnerships

a. The date the original Certificate of Limited Partnership was filed is: \_\_\_\_\_

b. The reason for filing this certificate is (check one):

at the time or upon the happening of events specified in the Certificate of Limited Partnership.

written consent of all partners.

in event of withdrawal of a general partner.

entry of a decree of judicial dissolution under section 802 or 803.

c. The limited partnership's Certificate of Limited Partnership is to be cancelled. Any other applicable information the general partner(s) desire to state is as follows:

**4. To be completed by Foreign Limited Partnerships**

a. The limited partnership was formed on the \_\_\_\_\_ day of \_\_\_\_\_, \_\_\_\_\_ under the laws of the State of \_\_\_\_\_.

b. The address of the limited partnership office is:

\_\_\_\_\_, \_\_\_\_\_, \_\_\_\_\_

(Street Address)

(City)

(State)

(ZIP Code)

c. The limited partnership's Certificate of Registration to transact business in this State is to be cancelled.

Signed this \_\_\_\_\_ day of \_\_\_\_\_, \_\_\_\_\_

By \_\_\_\_\_  
(Signature of General Partner)

\_\_\_\_\_  
(Type or Print Name)

\_\_\_\_\_  
(Name of General Partner if a corporation or other entity)

**COMPLETE ONLY IF A FOREIGN LIMITED PARTNERSHIP**

State of \_\_\_\_\_ }  
County of \_\_\_\_\_ } SS.

Subscribed and sworn to before me this \_\_\_\_\_ day of \_\_\_\_\_, \_\_\_\_\_

by \_\_\_\_\_

\_\_\_\_\_  
(Signature of Notary)

\_\_\_\_\_  
(Type or Print Name of Notary)

Notary Public for \_\_\_\_\_ County,

State of \_\_\_\_\_

(Notary Seal)

My commission expires \_\_\_\_\_

Preparer's name \_\_\_\_\_

Business telephone number (       ) \_\_\_\_\_

### INFORMATION AND INSTRUCTIONS

1. The Certificate of Limited Partnership or Registration to Transact Business cannot be cancelled until this form is submitted.
2. Submit one original of this document. Upon filing, the document will be added to the records of the Bureau of Commercial Services. The original will be returned to your registered office address, unless you enter a different address in the box on the front of this Certificate.  
  
Since this document will be maintained on electronic format, it is important that the filing be legible. Documents with poor black and white contrast, or otherwise illegible, will be rejected.
3. This document is to be used pursuant to Section 203 or 906 of Act 213, P.A. of 1982, for the purpose of cancelling a domestic limited partnership's Certificate of Limited Partnership or cancelling a foreign limited partnership's Registration to Transact Business in Michigan.
4. If additional space is needed for any item, continue the item on a supplement.

5. Item 1 - The name of the Limited Partnership is the name contained in the original, amended or restated Certificate of Limited Partnership. The name of a foreign limited partnership is the name under which it obtained its authority to transact business or conduct affairs in Michigan.
6. Item 2 - Enter the limited partnership number previously assigned by the Bureau. If this number is unknown, leave it blank.
7. Item 3(a) - Complete this item only if the date in item 3(b) is prior to January 1, 1983.

Item 3(b) - Check the appropriate box for the reason the certificate of limited partnership is being cancelled. Section 801 of the Act provides for dissolution of a limited partnership.

Item 3(c) - Indicate in this item any other information the general partners filing the Certificate determine to be applicable. An effective date, no later than 90 days after the date the document is delivered to the Bureau, may be stated.

8. This document must be signed in ink by at least one general partner. If a foreign limited partnership, it must be signed and sworn to by a general partner.
9. **NONREFUNDABLE FEE:** Make remittance payable to the State of Michigan. Include limited partnership name and identification number on check or money order. .... **\$10.00**

To submit by mail:  
 Michigan Department of Labor & Economic Growth  
 Bureau of Commercial Services  
 Corporation Division  
  
 P.O. Box 30054  
 Lansing, MI 48909

To submit in person:  
 2501 Woodlake Circle  
 Okemos, MI  
 Telephone: (517) 241-6470  
  
 Fees may be paid by VISA or Mastercard when delivered in person to our office.

MICH-ELF (Michigan Electronic Filing System):  
  
 First Time Users: Call (517) 241-6470, or visit our website at <http://www.michigan.gov/corporations>  
 Customer with MICH-ELF Filer Account: Send document to (517) 636-6437

**New expedited services beginning January 1, 2006.**

Expedited review and filing, if fileable, is available for all documents for profit corporations, limited liability companies, limited partnerships and nonprofit corporations.

The expedited service fees are in addition to the regular fees applicable to the specific document:

Please complete a separate BCS/CD-272 form for expedited service for each document via in person, mail and MICH-ELF.

**24-hour service- \$50 for formation documents and applications for certificate of authority.**

**24-hour service-\$100 for any document concerning an existing entity.**

**Same day service**

- **Same day- \$100 for formation documents and applications for certificate of authority.**  
**Same day- \$200 for any document concerning an existing entity**  
Review completed on day of receipt. Document and request for same day expedited service must be received by 1 p.m. EST or EDT.
- **Two hour- \$500**  
Review completed within two hours on day of receipt. Document and request for two hour expedited service must be received by 3 p.m. EST or EDT.
- **One hour- \$1000**  
Review completed within one hour on day of receipt. Document and request for 1 hour expedited must be received by 4 p.m. EST or EDT.

First time MICH-ELF user requesting expedited service must obtain a MICH-ELF filer number prior to submitting a document for expedited service. BCS/CD-901

Changes to information on MICH-ELF user's account must be submitted before requesting expedited service. BCS/CD-901