

**MICHIGAN DEPARTMENT OF LICENSING AND REGULATORY AFFAIRS
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 returned to the registered office. 

**CERTIFICATE OF ABANDONMENT OF MERGER/CONSOLIDATION
For use by Domestic Limited Partnerships
(Please read information and instructions on the last page)**

Pursuant to the provisions of Act 213, Public Acts of 1982, the undersigned limited partnerships execute the following Certificate of Abandonment:

1. a. The name of each constituent limited partnership or other business organization and their identification numbers are:

2. The Certificate of Merger/Consolidation which is to be abandoned was filed on the _____ day of _____, _____.

3. The effective date specified in the Certificate of Merger/Consolidation was: _____, _____.

4. The foregoing merger or consolidation is hereby abandoned (Check one)

- pursuant to provisions for abandonment set forth in the plan of merger or consolidation.
- by unanimous consent of the partners of each of the limited partnerships involved in the merger or consolidation.
(This option may be used only if the plan of merger or consolidation does not provide for abandonment.)
- pursuant to provisions for abandonment contained in the partnership agreement of

(Name of Constituent Domestic Limited Partnership)

Signed this _____ day of _____, _____

(Name of Limited Partnership)

By _____
(Signature of General Partner)

(Type or Print Name)

Signed this _____ day of _____, _____

(Name of Limited Partnership)

By _____
(Signature of General Partner)

(Type or Print Name)

Signed this _____ day of _____, _____

(Name of Business Organization)

By _____
(Signature of Appropriate Person)

(Type or Print Name and Title)

Signed this _____ day of _____, _____

(Name of Business Organization)

By _____
(Signature of Appropriate Person)

(Type or Print Name and Title)

Preparer's Name _____

Business telephone number (_____) _____

INFORMATION AND INSTRUCTIONS

1. The abandonment of merger/consolidation cannot be filed until this form, or a comparable document, 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 document.

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 form must be filed by each constituent limited partnership for which a Certificate of Merger/Consolidation was previously filed. Each business organization must abandon the merger by complying with the law under which it is organized.

"Business organization" means a domestic or foreign corporation, limited liability company, general partnership, registered limited liability partnership, or any other type of business enterprise, incorporated or unincorporated, except a limited partnership.

4. This Certificate is to be used pursuant to section 210 of Act 213, P.A. of 1982, to abandon a merger/consolidation before the effective date.
5. Item 4 - In accordance with procedures set forth in the Plan of Merger, or if none is set, by unanimous consent of the partners of each constituent limited partnership unless the partnership agreement provides otherwise.
6. This Certificate of Abandonment shall be filed within 10 days after the abandonment, but not later than the specified effective
7. This Certificate must be signed by one or more general partners of each domestic limited partnership and by an appropriate person or persons under applicable law of a business organization.

8. FEE.....**No Fee Required**

Submit with check or money order by mail:

Michigan Department of Licensing and Regulatory Affairs
 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 check, money order, 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

LARA is an equal opportunity employer/program. Auxiliary aids, services and other reasonable accommodations are available upon request to individuals with disabilities.

Optional expedited service.

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

The nonrefundable expedited service fee is 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 submitted in person, by mail or 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 service 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.

Documents submitted by mail are delivered to a remote location for receipts processing and are then forwarded to the Corporation Division for review. Day of receipt for mailed expedited service requests is the day the Corporation Division receives the request.