

STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

Office of the Secretary of State
Division of Business Services
148 W. River Street
Providence, Rhode Island 02904-2615
(401) 222-3040

INSTRUCTIONS FOR FILING CERTIFICATE OF CANCELLATION OF CERTIFICATE OF REGISTRATION

Section 7-13-53 of the General Laws of Rhode Island, 1956, as amended

The attached form is designed to meet minimal statutory filing requirements pursuant to the relevant statutory provision. This form and the information provided are not substitutes for the advice and services of an attorney and/or tax specialist.

1. In order to cancel a certificate of registration of a foreign limited partnership, a Certificate of Cancellation of Certificate of Registration (Form No. 353) must be filed with the Office of the Secretary of State, Division of Business Services, at the above address. When the Certificate of Cancellation is properly completed, signed and submitted with the correct filing fee, the Secretary of State will file the Certificate of Cancellation.
2. The filing fee for the Certificate of Cancellation is \$25.00, and payment should be made payable to the Rhode Island Secretary of State.
3. An original letter of good standing from the Rhode Island Division of Taxation for the purpose of cancellation must accompany the Cancellation of Certificate of Registration. The original letter of good standing must be dated within thirty (30) days of the receipt and filing of the Articles. To download the Division of Taxation's application for good standing, log onto www.tax.ri.gov/taxforms/corporate.php or to have an application mailed to you, call (401) 574-8970. Questions pertaining to good standings should be directed to the Office of Audit and Discovery at (401) 574-8756.
4. A foreign limited partnership may cancel its registration by filing a Certificate of Cancellation. A cancellation does not terminate the authority of the secretary of state to accept service of process on the foreign limited partnership with respect to claims for relief or causes of action arising out of the transactions of business in this state.
5. Upon filing the Certificate of Cancellation, the limited partnership must be current with the maintenance of its registered agent and its registered office in this state.
6. The Certificate of Cancellation must be signed by a general partner.

If you have any questions, please call us at (401) 222-3040, Monday through Friday, between 8:30 a.m. and 4:30 p.m.



STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

Office of the Secretary of State
Division of Business Services
148 W. River Street
Providence, Rhode Island 02904-2615

LIMITED PARTNERSHIP

CERTIFICATE OF CANCELLATION OF CERTIFICATE OF REGISTRATION

Pursuant to the provisions of Section 7-13-53 of the General Laws of Rhode Island, 1956, as amended, the undersigned foreign limited partnership hereby submits the following Certificate of Cancellation of its registration to transact business in the state of Rhode Island:

1. The name of the limited partnership is:

2. A Certificate of Registration was issued to the limited partnership by the Office of the Secretary of the State of Rhode Island on _____, authorizing it to transact business in Rhode Island under the name of _____
3. The limited partnership is organized under the laws of _____
4. It is not transacting business in the state of Rhode Island.
5. It hereby cancels its registration to transact business in the state of Rhode Island.
6. It revokes the authority of its agent, if other than the Secretary of State of the State of Rhode Island, to accept service of process and consents that service of process in any action, suit or proceeding arising out of the transaction of business in the state of Rhode Island, may thereafter be made on the limited partnership by service thereof on the Secretary of State of the State of Rhode Island.
7. The post office address to which the secretary of state may mail a copy of any process against the limited partnership that may be served on the secretary of state is:

Under penalty of perjury, I declare and affirm that I have examined this Certificate of Cancellation of Certificate of Registration, including any accompanying attachments, and that all statements contained herein are true and correct.

Date: _____

Print Exact Name of Limited Partnership Making Application

Signature of General Partner