

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 APPLICATION FOR REGISTERED LIMITED LIABILITY PARTNERSHIP

Section 7-12-56 of the General Laws of Rhode Island, 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. To become and/or continue as a registered limited liability partnership, an Application for Registered Limited Liability Partnership (Form No. 500) must be filed with the Office of the Secretary of State, Corporations Division, at the above address. When the Application is properly completed and submitted with the correct filing fee, the secretary of state will file the Application.
2. The filing fee is \$100.00 for each partner (whether or not each partner is a resident of the state of Rhode Island), not to exceed \$2,500.00 for each partnership's initial filing or subsequent renewal application. Payment should be made payable to the Rhode Island Secretary of State.
3. The application must be executed by a majority in interest of the partners or by one (1) or more partners authorized to execute an application.
4. The name of the registered limited liability partnership must be "distinguishable upon the records of the secretary of state." This means the Office of the Secretary of State will deny a request for a name if such name is identical to or not distinguishable from any entity, name reservation, or registration on file with the Business Section of the Corporations Division. The registered limited liability partnership name shall contain the words "registered limited liability partnership" or the abbreviation "L.L.P." or "LLP" as the last words or letters of its name. A preliminary name availability check can be made by checking the Name Availability Database on our website, or by phoning us at the above telephone number. This preliminary check is not statutorily required, is not binding upon the Secretary of State, and does not ensure that the name will be available upon filing the Application for Registered Limited Liability Partnership. It is suggested that you do not make any financial expenditures or execute documents utilizing the name based upon a preliminary name availability check. The final determination as to availability of the name will be made when the documents are submitted for filing.
5. Registration shall be effective for one (1) year after the date an application is filed unless voluntarily withdrawn by filing with the secretary of state a written withdrawal notice executed by a majority in interest of the partners or by one (1) or more partners authorized to execute a withdrawal. A renewal application must be filed with the secretary of state during the **sixty (60) day** period preceding the expiration date of the application. If a renewal application is not filed during the **sixty (60) day** period, then the status as a registered limited liability partnership will expire. The registered limited liability partnership shall be responsible for filing a renewal application, since the Office of the Secretary of State is not obligated to send notice of expiration.

If the registered limited liability partnership shall be rendering professional services as defined in Sections 7-12-31.1 and 7-5.1-2, or if the registered limited liability partnership falls under the jurisdiction of a regulatory agency, the following may apply:

1. If the partnership is engaged in the practice of **engineering** pursuant to Section 5-8-24 of the General Laws, evidence of a current certificate of authorization issued by the State Board of Registration for Professional Engineers must be filed with the Secretary of State upon qualification. You may contact the State Board of Registration for Professional Engineers at (401) 462-9592 or www.bdp.ri.gov.

2. If the partnership is engaged in the practice of **land surveying** pursuant to Section 5-8.1-1 of the General Laws, evidence of a current certificate of registration issued by the State Board of Registration for Land Surveyors must be filed with the Secretary of State upon qualification. You may contact the State Board of Registration for Land Surveyors at (401) 462-9595 or www.bdp.ri.gov.
3. If the partnership is engaged in the practice of **architecture** pursuant to Section 5-1-15.1 of the General Laws, evidence of a current certificate of registration issued by the State Board of Examination and Registration of Architects must be filed with the Secretary of State upon qualification. You may contact the State Board of Examination and Registration of Architects at (401) 462-9594 or www.bdp.ri.gov.
4. If the partnership is engaged in the practice of **landscape architecture** pursuant to 5-51-13 of the General Laws, evidence of a current certificate of registration issued by the State Board of Examination and Registration of Landscape Architects must be filed with the Secretary of State upon qualification. You may contact the State Board of Examiners of Landscape Architects at (401) 462-9595 or www.bdp.ri.gov.
5. If the partnership is engaged in the **practice of law**, pursuant to Article II, Rule 10 of the Supreme Court Rules on Admission to the Practice of Law, the applicant must apply for a limited liability entity license from the Rhode Island Supreme Court within thirty (30) days of filing with the Office of the Secretary of State. You may contact the Rhode Island Supreme Court Clerk's Office at (401) 222-3272 or www.courts.ri.gov.

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.

Filing Fee: \$100.00 For Each Partner
Not to Exceed \$2,500.00

ID Number: _____



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LIMITED LIABILITY PARTNERSHIP

**APPLICATION FOR
REGISTERED LIMITED LIABILITY PARTNERSHIP**

Pursuant to the provisions of Section 7-12-56 of the General Laws of Rhode Island, 1956, as amended, the undersigned partnership hereby applies to become or continue as a Registered Limited Liability Partnership in the state of Rhode Island and for that purpose submits the following statement:

(Check one box only)

New *or* Renewal

1. The name of the Registered Limited Liability Partnership is:

(The name must include the words "registered limited liability partnership" or the abbreviation "L.L.P." or "LLP" as the last words or letters of its name.)

2. The address of its principal office is:

3. If the partnership's principal office is not located in this state, the address of a registered office and the name and address of a registered agent for service of process in the state of Rhode Island which a partnership shall be required to maintain:

4. The names and addresses of all resident partners:

Name

Residence Address

_____	_____
_____	_____
_____	_____
_____	_____

(If more space is required, please list on separate attachment)

5. List the place where the business records of the partnership are maintained; or, if more than one location for business records is maintained, list the principal place of business of the partnership:

6. A brief statement of the business in which the partnership is engaged:

7. This application has been executed by a majority in interest of the partners or by one (1) or more partners authorized to execute an application.

Under penalty of perjury, I/we declare and affirm that I/we have examined this Application for Registered Limited Liability Partnership, including any accompanying attachments, and that all statements contained herein are true and correct.

Date: _____

Print Exact Name of Partnership Making Application

By: _____

By: _____

By: _____

By: _____