State of Rhode Island and Providence Plantations
Department of State - Business Services Division

Instructions for Filing
Certificate of Limited Partnership for a Limited Partnership

Section 7-13-8 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.

This legal document should be typed. All illegible documents will be REJECTED.

How to complete the form:

1. State the name of the partnership. It must be distinguishable from any name on file with this office. The name must include "limited partnership", "l.p." or "lp". You may check name availability on our website; however, this does not ensure the name will still be available upon filing.
2. List the address where the records of the partnership will be maintained in Rhode Island, a requirement of RIGL 7-13-5.
3. State the name of the registered agent. The registered agent is an individual or entity that will accept all legal service for this entity. The agent must be a Rhode Island resident or entity qualified to do business in this state. A Rhode Island street address is required, **NOT** a P.O. Box. In addition to all legal service of process, other important correspondence from the state will be sent to this address.
4. List the name and business address of all of the general partners.
5. List the entity's mailing address.
6. State any additional provisions agreed upon by the general partners that you would like to include in the Certificate. *This is optional*.
7. **ALL** the General Partners listed in Item 4 **MUST** sign and date the form.

How to maintain your status:

Every entity registered with the Rhode Island Department of State - Business Services Division may have filing requirements with the Rhode Island Division of Taxation, even if no business is conducted within Rhode Island for a particular year. Your business may require additional licensing, please visit our website for further information.

How to pay the filing fee:

The filing fee is $100, payable either in person via cash, credit card, or check at the Business Services Division, or by mail to the Business Services Division via check made payable to the R.I. Department of State. Contact our office for further information.

How to confirm your filing:

Entity records are retrievable and viewable through our website. Successful filings will **NOT** result in a mailed confirmation. Filings that cannot be processed will be posted online and then returned. To confirm your submission and obtain evidence of your filing:

- Go to our Corporate Database
- Enter the name or ID number of your entity and click "Search"
- Click on the link to your entity record, scroll down, select "All Filings" and then "View Filing"
- Identify desired type of filing and click on "PDF" under "Files" to view and print the record
- Filing rejections can be viewed via the Rejected Filings Viewer on our website.

Evidence necessary for businesses providing professional services:

The following professionals require evidence of a current application with the appropriate licensing agency prior to filing with the Department of State.

- Engineering (401) 462-9592 www.bdp.ri.gov
- Land Surveying (401) 462-9595 www.bdp.ri.gov
- Architecture (401) 462-9594 www.bdp.ri.gov
- Landscape Architecture (401) 462-9595 www.bdp.ri.gov

If the entity is engaged in 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 Department of State. You may contact the Rhode Island Supreme Court Clerk's Office at (401) 222-3272 or www.courts.ri.gov.

State of Rhode Island and Providence Plantations
Department of State - Business Services Division
148 W. River Street, Providence, Rhode Island 02904-2615
Phone: (401) 222-3040 | **Email:** corporations@sos.ri.gov | **Website:** www.sos.ri.gov

STAMP

FOR SECRETARY OF STATE USE ONLY

Certificate of Limited Partnership

Limited Partnership

Filing Fee: $100.00

The undersigned, desiring to form a limited partnership under and by virtue of the powers conferred by RIGL 7-13-8, do execute the following Certificate of Limited Partnership:

1. The name of the limited partnership shall be:		
2. The address of the specified office in this state where the records of the limited partnership shall be kept is:		
Street Address (NOT a P.O. Box)		
City/Town	State **RHODE ISLAND**	Zip Code
3. The name and address of the initial registered agent/office in Rhode Island is:		
Agent Name		
Street Address (NOT a P.O. Box)		
City/Town	State **RHODE ISLAND**	Zip Code

4. The name and business address of each general partner is:	
GENERAL PARTNER	BUSINESS ADDRESS

STAMP

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5. The mailing address for the limited partnership is:		
Address		
City/Town	State	Zip Code

6. Any other matters the partners determine to include herein:
Check the box to indicate an attachment. ☐

Under penalty of perjury, I/we declare and affirm that I/we have examined this Certificate of Limited Partnership, including any accompanying attachments, and that all statements contained herein are true and correct.		
Signature of General Partner SIGN DOCUMENT HERE	Type or Print Name of General Partner	Date
Signature of General Partner SIGN DOCUMENT HERE	Type or Print Name of General Partner	Date
Signature of General Partner SIGN DOCUMENT HERE	Type or Print Name of General Partner	Date

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., or email corporations@sos.ri.gov.

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Filer Contact Information

In the event our office needs more information in order to complete the filing of this document, we ask for the filer's contact information. **All fields are REQUIRED.**

Name:	Phone Number:	
Street Address:		
City:	State:	Zip Code:
Email Address:		

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., or email corporations@sos.ri.gov.