

June 2007

TITLE 45

Partnerships

Summary of Bills Enacted by 2007 Legislative Assembly

This memorandum summarizes 2007 legislation primarily affecting North Dakota Century Code Title 45. Bills primarily affecting other titles also affect this title, and relevant provisions of those bills are summarized in this memorandum.

House Bill No. 1241 provides for extensive grammatical changes, technical clarifications, and substantive changes to the laws relating to business corporations, limited liability companies, nonprofit corporations, and real estate investment trusts. The bill clarifies the process for filing a partnership's annual report, modifies the process for filing amendments to a partnership's certificate of authority, modifies the process for executing a partnership's statement of renewal, and decreases the fee the Secretary of State charges for a certificate of certifying a copy or reciting facts related to a domestic limited liability partnership or foreign limited liability partnership.

Senate Bill No. 2153 updates the laws relating to the Uniform Limited Partnership Act, the relation of partners to persons dealing with partnerships laws, the partnership conversions and mergers laws, the limited liability partnership laws, and limited liability limited partnership laws.

House Bill No. 1035, as part of adopting Revised Article 1 of the Uniform Commercial Code, updates statutory cross-references.