Office of the Minnesota Secretary of State

Statement of Partnership Authority

Minnesota Statutes, Chapter 323A

Read the instructions before completing this form.

Filing Fee: $155 for expedited service in-person and online filings, $135 if submitted by mail

A person who files a statement pursuant to this section shall promptly send a copy of the statement to every non-filing partner and to any other person named as a partner in the statement.

1. Limited Liability Partnership Name: (Required)

2. Alternate Name used in Minnesota, in any: (Only applies to foreign partnerships)

3. Home Jurisdiction: (Required)

4. Address of the Chief Executive Office: (Required)

Street Address *(A PO Box by itself is not acceptable)* | City | State | Zip

5. One Office Address in Minnesota, if one exists:

Street Address *(A PO Box by itself is not acceptable)* | City | State | Zip

6. Fully complete the section references by the letter A) below, **OR** fully complete the section references by the letter B) below. Then, complete the section referenced by the letter C) below.

A) Provide full names and complete addresses of all partners — **OR** —

Name of Partner and Address

Name of Partner and Address

Name of Partner and Address

*NOTE: If needed, provide additional sheets listing the partners and their addresses.

B) List the name and street address of a person or entity in ***Minnesota*** authorized to act as the partnership's agent for service of process: (Note: A PO Box is unacceptable)

Name of Registered Agent

Complete Street Address or Rural Route and Rural Route Box Number | City | MN | State | Zip

C) Provide all names of specific partners who are authorized to transfer partnership real estate.

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7. List the nature of any restrictions, expansions or other specific grants of authority on any partner's authority.

*NOTE: If needed, list the restrictions on an additional sheet.

8. I, the undersigned, certify that I am signing this document as the person whose signature is required, or as agent of the person(s) whose signature would be required who has authorized me to sign this document on his/her behalf, or in both capacities. I further certify that I have completed all required fields, and that the information in this document is true and correct and in compliance with the applicable chapter of Minnesota Statutes. I understand that by signing this document I am subject to the penalties of perjury as set forth in Section 609.48 as if I had signed this document under oath.

Signature of at Least Two Partners or of the Agent

If you are signing as the agent for additional parties and the parties are not named in this document, and the additional parties' signatures are required by law, please list your name in the box followed by "and as agent for (insert names of other parties)"

Email Address for Official Notices

Enter an email address to which the Secretary of State can forward official notices required by law and other notices:

☐ Check here to have your email address excluded from requests for bulk data, to the extent allowed by Minnesota law.

List a name and daytime phone number of a person who can be contacted about this form:

Contact Name Phone Number

Entities that own, lease, or have any financial interest in agricultural land or land capable of being farmed must register with the MN Dept. of Agriculture's Corporate Farm Program.

Does this entity own, lease, or have any financial interest in agricultural land or land capable of being farmed?

Yes ☐ No ☐

Print Reset

INSTRUCTIONS

File your business document online by visiting our website at www.sos.state.mn.us.

This form is intended merely as a guide for filing and is not intended to cover all situations. Retain the original signed copy of this document for your records and submit a legible photocopy for filing with the Office of the Secretary of State.

A person who files a statement pursuant to this section shall promptly send a copy of the statement to every non-filing partner and to any other person named as a partner in the statement.

1. List the legal name of the partnership in the state or country of formation. If that name is not available in Minnesota or that name does not meet the legal requirements of Minnesota law, you must provide an alternate name to be used in Minnesota. A preliminary name availability check may be done by accessing our website at www.sos.state.mn.us.
2. List the alternate name that will be used in Minnesota, if any. Limited Liability Partnerships must include the words or abbreviations Registered Limited Liability Partnership, Limited Liability Partnership, R.L.L.P., L.L.P., RLLP, or LLP
3. List the state or jurisdiction in which this organization is organized.
4. List the address of the principal place of business of the partnership, regardless of its location.
5. If the partnership has an office in Minnesota, list the office's address here.
6. For the next three items you should complete only section 6A or section 6B. You should then also complete section 6C.
   A. List the names and mailing addresses (including zip codes) of all of the partners here, OR
   B. List the name and Minnesota address of the person or legal entity the partnership is designating as its agent for service of process in Minnesota, AND
   C. List the names of the partners authorized to execute an instrument transferring real property held in the name of the partnership.
7. If any partners have specific authority to enter into other transactions on behalf of the partnership, or any other matter, list them here. Also, if any partners have limitations on the authority to enter into other transactions on behalf of the partnership, or authority limitations as to any other matter, list them here. Please provide an attachment if there is not enough room to complete this section.
8. If this document is being filed on behalf of the partnership, it must be signed by at least two partners who are authorized to sign the registration or by an Authorized Agent (The signing party must indicate on the document that they are acting as the agent of the person(s) whose signature would be required and that they have been authorized to sign on behalf of that person(s).).

Email Address for Official Notices. This email address may be used to send annual renewal reminders and other important notices that may require action or response. Check the box if you wish to have your email address excluded from requests for bulk data, to the extent allowed by Minnesota law.

List a name and daytime telephone number of a person who can be contacted about this form.

Filing Fee: $155 for expedited service in-person and online filings, $135 if submitted by mail
Payable to the MN Secretary of State

Please submit all items together and mail to the address below:

FILE IN-PERSON OR MAIL TO:
Minnesota Secretary of State - Business Services
Retirement Systems of Minnesota Building
60 Empire Drive, Suite 100
St Paul, MN 55103
(Staffed 8 a.m. – 4 p.m., Monday - Friday, excluding holidays)
Phone Lines: (9 a.m. - 4 p.m., M-F) Metro Area 651-296-2803; Greater MN 1-877-551-6767

All of the information on this form is public. Minnesota law requires certain information to be provided for this type of filing. If that information is not included, your document may be returned unfiled. This document can be made available in alternative formats, such as large print, Braille or audio tape, by calling (651)296-2803/voice. For a TTY/TTD (deaf and hard of hearing) communication, contact the Minnesota Relay Service at 1-800-627-3529 and ask them to place a call to (651)296-2803. The Secretary of State's Office does not discriminate on the basis of race, creed, color, sex, sexual orientation, national origin, age, marital status, disability, religion, reliance on public assistance or political opinions or affiliations in employment or the provision of service.