

**PENNSYLVANIA DEPARTMENT OF STATE
BUREAU OF CORPORATIONS AND CHARITABLE ORGANIZATIONS**

<input type="checkbox"/> Return document by mail to: _____ Name _____ Address _____ City State Zip Code	Certificate of Amendment - Domestic Limited Partnership/Limited Liability Company DSCB:15-8622/8822 (rev. 2/2017)  8622
<input type="checkbox"/> Return document by email to: _____	

Read all instructions prior to completing. This form may be submitted online at <https://www.corporations.pa.gov/>.

Fee: \$70

Check one: Limited Partnership (§ 8622) Limited Liability Company (§ 8822)

In compliance with the requirements of the applicable provisions (relating to Amendment or Restatement of Certificate), the undersigned, desiring to amend or restate its Certificate of Limited Partnership/Certificate of Organization, hereby certifies that:

1. The name of the limited partnership/limited liability company is: _____

2. The date of filing of the original Certificate of Limited Partnership/Certificate of Organization is:

_____ Date (MM/DD/YYYY)

3. The current registered office address as on file with the Department of State. *Complete part (a) OR (b) – not both:*

(a) _____
Number and street City State Zip County

(b) c/o: _____
Name of Commercial Registered Office Provider County

4. Check, and if appropriate complete, one of the following:

The amendment adopted by the limited partnership/limited liability company, set forth in full, is as follows:

The amendment adopted by the limited partnership/limited liability company is set forth in full in Exhibit A attached hereto and made a part hereof.

5. Effective date of amendment (*check, and if appropriate complete, one of the following*):

The amendment shall be effective upon filing this Certificate of Amendment in the Department of State.

The amendment shall be effective on: _____ at _____.
Date (MM/DD/YYYY) Hour (if any)

6. *Check if the amendment restates the Certificate of Limited Partnership/Certificate of Organization:*

- The restated Certificate of Limited Partnership/Certificate of Organization supersedes the original Certificate of Limited Partnership/Certificate of Organization and all previous amendments thereto.

IN TESTIMONY WHEREOF, the undersigned limited partnership/limited liability company has caused this Certificate of Amendment to be executed by a duly authorized person thereof this _____ day of _____, 20_____.

Name of Limited Partnership/Limited Liability Company

Signature

Title

Pennsylvania Department of State
Bureau of Corporations and Charitable Organizations
P.O. Box 8722
Harrisburg, PA 17105-8722
(717) 787-1057
Website: www.dos.pa.gov/corps

General Information

Typewritten is preferred. If handwritten, the form must be legible and completed in black or blue-black ink in order to permit reproduction. The nonrefundable filing fee for this form is \$70.

Checks should be made payable to the Department of State. Checks must contain a commercially pre-printed name and address.

This form and all accompanying documents, including any necessary governmental approvals, shall be mailed to the address stated above.

Who should file this form?

A certificate of limited partnership may be amended or restated at any time.

A limited partnership shall promptly deliver to the Department of State for filing an amendment to its certificate of limited partnership to reflect:

- (1) the admission of a new general partner;
- (2) the dissociation of a person as a general partner;
- (3) the appointment of a person to wind up the partnership's activities and affairs under section 8682(c) or
- (d) (relating to winding up and filing of certificates).

If a general partner knows that any information in a filed certificate of limited partnership is inaccurate, the general partner shall promptly cause the certificate to be amended. Form DSCB: 15-1507/5507/8625/8825 (Statement or Certificate of Change of Registered Office) may be used if the only change in the certificate is a change of registered office.

A certificate of organization may be amended or restated at any time. If a member of a member-managed limited liability company, or a manager of a manager-managed limited liability company, knows that any information in a filed certificate of organization is inaccurate, the member or manager shall promptly cause the certificate to be amended. Form DSCB: 15-1507/5507/8625/8825 (Statement or Certificate of Change of Registered Office) may be used if the only change in the certificate is a change of registered office.

Applicable Law

For amendment and restatement requirements for limited partnerships, see 15 Pa.C.S. § 8622. For amendment and restatement requirements for limited liability companies, see 15 Pa.C.S. § 8822. Statutes are available on the Pennsylvania General Assembly website, www.legis.state.pa.us, by following the link for Statutes.

Form Instructions

Enter the name and mailing address to which any correspondence regarding this filing should be sent. This field must be completed for the Bureau to return the filing. If the filing is to be returned by email, an email address must be provided. An email will be sent to address provided, containing a link and instructions on how a copy of the filed document or correspondence may be downloaded. Any email or mailing addresses provided on this form will become part of the filed document and therefore public record.

1. Give the exact name of the limited partnership/limited liability company. The name on this line must match exactly the association name as shown in Department's records at the time the Certificate of Amendment is submitted for filing. **This field is required.**
2. Give the date of filing of the original Certificate of Limited Partnership/Certificate of Organization (month, day and year). **This field is required.**
3. Current address. The address provided must be the limited partnership/limited liability company's registered office address (a) or Commercial Registered Office Provider (b) as on file with the Department of State at the time the Certificate of Amendment is submitted for filing. **This field is required.**
4. Set forth the amendment in full or attach as an exhibit. **This field is required.**
5. Any date specified as the effective date of the Certificate of Amendment must be a future effective date (after the date and time of its delivery to the Department). A specified effective date may not be retroactive (prior to the date and time of the Certificate's delivery to the Department). If a delayed effective date is specified, but no time is given, then the time used will be 12:01 a.m. on the date specified. If neither option for effective date is checked, it will be presumed that no specified delayed effective date is intended and the document will be effective upon filing. **This field is required.**
6. To restate its certificate of limited partnership, a limited partnership must deliver to the Department for filing a certificate of amendment that is designated as a restatement and includes a statement that the restated certificate supersedes the original certificate and all previous amendments. Similarly, to restate its certificate of organization, a limited liability company must deliver to the Department for filing a certificate of amendment that is designated as a restatement and includes a statement that the restated certificate supersedes the original certificate and all

previous amendments.

Signature and Verification

An authorized representative of the association must sign the Certificate of Amendment. See 15 Pa.C.S. § 8623 and § 8823 (both relating to Signing of filed documents), for the required signatures for documents submitted by limited partnerships and limited liability companies, respectively. Signing a document delivered to the Department for filing is an affirmation under the penalties provided in 18 Pa.C.S. § 4904 (relating to unsworn falsification to authorities) that the facts stated in the document are true in all material respects. **This field is required.**

Attachments

The following, in addition to the filing fee, shall accompany this form:

If the amendment effects a change of name,

- (1) One copy of a completed form DSCB:15-134B (Docketing Statement-Changes).
- (2) Any *necessary* copies of form DSCB:19-17.2 (Consent to Appropriation of Name).
- (3) Any *necessary* governmental approvals.