



2009 ASSEMBLY BILL 565

1 **AN ACT** *to create* 178.43 (4), 178.43 (5), 178.43 (6), 178.48 (1) (e) and 179.046 of
2 the statutes; **relating to:** changing the registered office or registered agent of
3 a limited partnership or registered limited liability partnership (suggested as
4 remedial legislation by the Department of Financial Institutions).

Analysis by the Legislative Reference Bureau

The people of the state of Wisconsin, represented in senate and assembly, do enact as follows:

5 **SECTION 1.** 178.43 (4) of the statutes is created to read:
6 178.43 (4) A registered limited liability partnership or foreign registered
7 limited liability partnership may change its registered office or registered agent, or
8 both, by doing any of the following:
9 (a) Delivering to the department for filing a statement of change.
10 (b) Including the name of its registered agent and the street address of its
11 registered office, as changed, in an amendment to its registration statement.

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1 **SECTION 2.** 178.43 (5) of the statutes is created to read:

2 178.43 (5) Except as provided in sub. (6), a statement of change shall include
3 all of the following information:

4 (a) The name of the registered limited liability partnership or foreign
5 registered limited liability partnership and, if applicable, a statement that the
6 registered limited liability partnership or foreign registered limited liability
7 partnership is registered under this chapter.

8 (b) The name of its registered agent, as changed.

9 (c) The street address of its registered agent, as changed.

10 (d) A statement that, after the changes are made, the street addresses of its
11 registered office and the business office of its registered agent will be identical.

12 **SECTION 3.** 178.43 (6) of the statutes is created to read:

13 178.43 (6) If the name of a registered agent changes or if the street address of
14 a registered agent's business office changes, the registered agent may change the
15 name of the registered agent or the street address of the registered office, or both, of
16 any registered limited liability partnership or foreign registered limited liability
17 partnership for which he, she, or it is the registered agent. To make a change under
18 this subsection, the registered agent shall notify the registered limited liability
19 partnership or foreign registered limited liability partnership in writing of the
20 change and deliver to the department for filing a signed statement that complies with
21 sub. (5) and recites that the registered limited liability partnership or foreign
22 registered limited liability partnership has been notified of the change.

23 **SECTION 4.** 178.48 (1) (e) of the statutes is created to read:

24 178.48 (1) (e) Statement of change to registered office or registered agent or
25 office, \$10.

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1 **SECTION 5.** 179.046 of the statutes is created to read:

2 179.046 **(1)** A limited partnership may change its registered office or registered
3 agent, or both, by doing any of the following:

4 (a) Delivering to the department for filing a statement of change, together with
5 a fee of \$10.

6 (b) Including the name of its registered agent and the street address of its
7 registered office, as changed, in an amendment to its certificate of limited
8 partnership.

9 **(2)** Except as provided in sub. (3), a statement of change under sub. (1) (a) shall
10 include all of the following information:

11 (a) The name of the limited partnership.

12 (b) The name of its registered agent, as changed.

13 (c) The street address of its registered agent, as changed.

14 (d) A statement that, after the changes are made, the street addresses of its
15 registered office and the business office of its registered agent will be identical.

16 **(3)** If the name of a registered agent changes or if the street address of a
17 registered agent's business office changes, the registered agent may change the
18 name of the registered agent or the street address of the registered office, or both, of
19 any limited partnership for which he, she, or it is the registered agent. To make a
20 change under this subsection, the registered agent shall notify the limited
21 partnership in writing of the change and deliver to the department for filing a signed
22 statement that complies with sub. (2) and recites that the limited partnership has
23 been notified of the change, together with a fee of \$10.

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(END)