

Instructions to Form UPA-94 – Statement of Denial for a Partnership

Filing Requirements			
Required Fees	Filing Fee: \$25.00		
File Online Today	Paper Filing		
Visit https://cis.scc.virginia.gov to file the statement of denial for a partnership in real time. Questions? Visit the CIS help page at https://scc.virginia.gov/pages/CIS-Help for how-to guides, answers to frequently asked questions, and helpful videos.	Download from https://scc.virginia.gov/pages/Virginia-and-Foreign-Partnerships complete, print, and mail or deliver to below address: <table style="width: 100%; border: none;"> <tr> <td style="width: 50%; vertical-align: top;"> State Corporation Commission Clerk's Office P.O. Box 1197 Richmond, VA 23218-1197 </td> <td style="width: 50%; vertical-align: top;"> Courier Delivery Address 1300 E. Main St, 1st floor Richmond, VA 23219 </td> </tr> </table>	State Corporation Commission Clerk's Office P.O. Box 1197 Richmond, VA 23218-1197	Courier Delivery Address 1300 E. Main St, 1 st floor Richmond, VA 23219
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Pay online with a credit card or eCheck. No additional processing fees apply for filing online.	Include a check payable to State Corporation Commission. DO NOT SEND CASH.		

A statement of denial for a partnership may be filed if the partnership has filed with the State Corporation Commission a statement of partnership authority that has not been canceled.

Among the denial of other facts, this statement of denial may include the denial of a person's authority or status as a partner.

A statement of denial is a limitation on authority as provided in subsections D and E of § 50-73.93 of the Code of Virginia.

The person who files this statement must promptly send a copy of the statement to every nonfiling partner and to any other person named as a partner in the statement. See § 50-73.83 E of the Code of Virginia.

This statement must be signed by at least one partner or other person. Each person signing this statement must set forth his or her printed name next to or beneath his or her signature. A person signing on behalf of a partner that is a business entity should set forth the business entity's name, his or her printed name, and the capacity in which he or she is signing on behalf of the business entity. Any person may execute a statement by an attorney-in-fact. See § 50-73.83 C of the Code of Virginia.

It is a Class 1 misdemeanor for any person to sign a document he or she knows is false in any material respect with the intent that the document be delivered to the Commission for filing. See § 50-73.83 C of the Code of Virginia.

Important Information

The statement must be in the English language, typewritten or legibly printed in black, using the following guidelines:

- use solid white paper
- one-sided
- size 8 1/2" x 11"
- no visible watermarks or background logos

Do not include personally identifiable information, such as a Social Security number, in a business entity document submitted to the Office of the Clerk for filing with the Commission. Information in these documents is available to the public. For more information, see Notice Regarding Personally Identifiable Information at www.scc.virginia.gov/clk.



Form
UPA-94
 (Rev. 08/20)

State Corporation Commission

Statement of Denial for a Partnership

(Note: This statement may be filed by and must be executed by a partner or other person named in a filed statement of partnership authority or named in a list maintained by an agent pursuant to § 50-73.93 B of the Code of Virginia.)

The undersigned, on behalf of the partnership set forth below, pursuant to Title 50, Chapter 2.2, Article 3 of the Code of Virginia, states as follows:

1. The name of the partnership is

_____.

2. The partnership is formed under the laws of _____.
(state or other jurisdiction)

3. **(CHECK ONE)**

The partner or other person is named as a partner in a statement of partnership authority filed on _____, SCC ID number _____,
(month, day, year)
 with the State Corporation Commission pursuant to § 50-73.94 of the Code of Virginia.

OR

The partner or other person is named in a list maintained by an agent pursuant to § 50-73.93 B of the Code of Virginia.

4. The following fact(s) is (are) denied:

(Note: May include denial of a person's authority or status as a partner.)

Signature of partner or other person:

(signature) (printed name) (date)

(partnership's SCC ID no.) (telephone number (optional))