

Instructions to Form LPA-73.52:4 – Certificate of Cancellation of a Virginia Limited Partnership

Filing Requirements									
Pay all fees and penalties before submitting this application to the Commission. If the Commission issues the certificate of cancellation on or before the annual registration fee due date, payment of the registration fee for the current year is not required.									
Required Fees	Filing Fee: \$25.00								
File Online Today	Paper Filing								
Visit https://cis.scc.virginia.gov to file the certificate of cancellation 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-Limited-Partnerships complete, print, and mail or deliver to below address: <table style="width: 100%; border: none;"> <tr> <td style="width: 50%;">State Corporation Commission</td> <td style="width: 50%;">Courier Delivery Address</td> </tr> <tr> <td>Clerk's Office</td> <td>1300 E. Main St, 1st floor</td> </tr> <tr> <td>P.O. Box 1197</td> <td>Richmond, VA 23219</td> </tr> <tr> <td>Richmond, VA 23218-1197</td> <td></td> </tr> </table>	State Corporation Commission	Courier Delivery Address	Clerk's Office	1300 E. Main St, 1 st floor	P.O. Box 1197	Richmond, VA 23219	Richmond, VA 23218-1197	
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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.								

This form is to be used by Virginia limited partnerships only.

A separate sheet may be attached to provide for additional general partner signatures.

The certificate must be signed by all of the general partners, or if the general partners are not winding up the affairs of the limited partnership, then by all of the liquidating trustees or a majority of the limited partners. See § 50-73.15 A 3 of the Code of Virginia.

Each person signing the certificate must set forth his or her printed name next to or beneath his or her signature. A person signing on behalf of a general 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 that business entity. Any person may sign a certificate by an attorney-in-fact. See § 50-73.15 B 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 § 50-73.15 C of the Code of Virginia.

NOTE

A certificate of cancellation is effective when accepted for filing by the Commission, unless the certificate provides (in paragraph 5) that it will be effective at a later time and date. In that event, the certificate shall become effective at the earlier of the time and date so specified or 11:59 p.m. on the 15th day after the date on which the certificate is filed with the Commission. See § 50-73.17 C of the Code of Virginia.

Whenever a Virginia limited partnership that is registered as a registered limited liability partnership has its certificate of limited partnership canceled, the limited partnership's registration as a registered limited liability partnership is automatically canceled unless the certificate of limited partnership was canceled incident to the limited partnership's conversion to a partnership pursuant to § 50-73.126 of the Code of Virginia. See § 50-73.137:1 A of the Code of Virginia.

Important Information

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

- use solid white paper
- one-sided
- minimum 1.25" top margin and 0.75" all other sides
- 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.



State Corporation Commission

Form
LPA-73.52:4
(Rev. 08/20)

Certificate of Cancellation of a Virginia Limited Partnership

The undersigned, on behalf of the limited partnership set forth below, pursuant to Title 50, Chapter 2.1 of the Code of Virginia, state(s) as follows:

1. The name of the limited partnership is _____.
2. The effective date of the filing of the limited partnership's certificate of limited partnership with the State Corporation Commission was _____.
3. The certificate of cancellation is submitted for filing for the following reason(s):

4. The limited partnership has completed the winding up of its affairs.
5. Other information that the partners have determined to include herein, if any:

Signature(s) of **ALL** general partners:

_____ (signature)	_____ (date)
_____ (printed name and title)	_____ (telephone number (optional))
_____ (signature)	_____ (date)
_____ (printed name and title)	_____ (telephone number (optional))
_____ (signature)	_____ (date)
_____ (printed name and title)	_____ (telephone number (optional))

_____ (limited partnership's SCC ID No.)

Provide a name and mailing address for sending correspondence regarding the filing of this document. (If left blank, correspondence will be sent to the registered agent at the registered office.)

_____ (name)

_____ (mailing address)