



State of California Secretary of State

Certificate of Withdrawal

(by a limited partner of a domestic (California) limited partnership)

This Space For Filing Use Only

Instructions for Completing this Certificate of Withdrawal (Form LP-102)

Who Can File: Form LP-102 can be filed by a person who has made an investment in a California limited partnership (LP) and erroneously believes, in good faith, that they have become a limited partner of that LP. Upon filing Form LP-102, the person withdraws from future participation as an owner of the LP to the extent permitted by California Corporations Code section [15903.06\(b\)](#).

Where to File: For easier completion, this form is available on the California Secretary of State's website at www.sos.ca.gov/business/be/forms.htm and can be completed online and printed to mail. The completed form can be mailed to Secretary of State, Document Filing Support Unit, P.O. Box 944225, Sacramento, CA 94244-2250 or delivered in person (drop off) to the Sacramento office. If you are not completing this form online, please type or legibly print in black or blue ink. This form is filed only in the Sacramento office.

Legal Authority: Statutory filing requirements are found in California Corporations Code section [15903.06](#). **Note:** Signing Form LP-102 constitutes an affirmation under penalty of perjury that the facts stated in the certificate are true. (California Corporations Code section [15902.08\(b\)](#).)

Fees: The fee for filing Form LP-102 is \$30.00. A non-refundable \$15.00 special handling fee is applicable for processing documents delivered in person (drop off) at the Sacramento office. The preclearance and/or expedited filing of a document *within a guaranteed time frame* can be requested for an additional non-refundable fee in lieu of the special handling fee. For detailed information about preclearance and expedited filing services, go to www.sos.ca.gov/business/be/service-options.htm. The special handling fee or preclearance and expedited filing services are not applicable to documents submitted by mail. Check(s) should be made payable to the Secretary of State.

Copies: Upon filing, we will return one (1) uncertified copy of your filed document for free. To get additional copies, include a separate request and payment for copy fees when the document is submitted. Copy fees are \$1.00 for the first page and \$.50 for each additional page. For certified copies, there is an additional \$5.00 certification fee, per copy.

Complete Form LP-102 as follows:

- Item 1.** Enter the file number issued to the limited partnership by the California Secretary of State.
- Item 2.** Enter the name of the limited partnership exactly as it is of record with the California Secretary of State.
- Item 3.** Date, sign and type or print the name of the limited partner. Form LP-102 must be signed by the person withdrawing as a limited partner of the California limited partnership. (California Corporations Code section [15902.04](#).)

File Number	Entity Name
1. Secretary of State File Number	2. Name of California Limited Partnership

Statement of Withdrawal & Execution

3. In accordance with California Corporations Code section 15903.06, I hereby withdraw from future participation as an owner of the above-named limited partnership, and I declare I am the person who executed this instrument, which execution is my act and deed.

Signature of limited partner

Type or Print Name of limited partner



Mail Submission Cover Sheet

Instructions:

- Complete and include this form with your submission. **This information only will be used to communicate with you in writing about the submission.** This form will be treated as correspondence and will not be made part of the filed document.
- Make all **checks or money orders** payable to the Secretary of State.
- Do not include a \$15 counter fee when submitting documents by mail.
- Standard processing time for **submissions** to this office is approximately 5 business days from receipt. All **submissions** are reviewed in the date order of receipt. For updated processing time information, visit www.sos.ca.gov/business/be/processing-times.

Optional Copy and Certification Fees:

- If applicable, include optional copy and certification fees with your submission.
- For applicable copy and certification fee information, refer to the instructions of the specific form you are submitting.

Contact Person: (Please type or print legibly)

First Name: _____ Last Name: _____

Phone (optional): _____

Entity Information: (Please type or print legibly)

Name: _____

Entity Number (if applicable): _____

Comments: _____

Return Address: For written communication from the Secretary of State related to this document, or if purchasing a copy of the filed document enter the name of a person or company and the mailing address.

Name: [_____]

Company:

Address:

City/State/Zip: [_____]

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