



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 Secretary of State's website at www.sos.ca.gov/business/be/forms.htm and can be viewed, filled in and printed from your computer. 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, 1500 11th Street, 3rd Floor, Sacramento, CA 95814. If you are not completing this form online, please type or legibly print in black or blue ink. This form is only filed 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 \$15.00 special handling fee is applicable for processing documents delivered in person (drop off) to the Sacramento office. The special handling fee is in addition to the filing fee, should be included in a separate check, and will be retained whether the document is filed or rejected. The preclearance and/or expedited filing of a document *within a guaranteed time frame* can be requested for an additional fee in lieu of the special handling fee. Please refer to the Secretary of State's website at www.sos.ca.gov/business/be/service-options.htm for detailed information regarding preclearance and expedited filing services. The special handling fee or preclearance and expedited filings services are not applicable to documents submitted by mail. Check(s) should be made payable to the Secretary of State.

Copies: The Secretary of State will certify up to two copies of the filed document without charge, provided that the complete copies are submitted to the Secretary of State with the document to be filed. Any additional copies submitted will be certified with payment of \$8.00 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.

DATE

SIGNATURE OF LIMITED PARTNER

TYPE OR PRINT NAME OF LIMITED PARTNER