

STATE OF ALABAMA

**CONVERSION OF A DOMESTIC ENTITY
Business Corporation to Limited Partnership**

PURPOSE: In order to change the entity type of a domestic entity (any entity formed in Alabama), the entity must deliver the documentation in this form pursuant to Section 10A, Chapter 1, Article 8, and Chapter 5A, Code of Alabama 1975.

INSTRUCTIONS: Mail two (2) signed copies of the completed Conversion package, the filing fee of \$25.00 (credit card, check, or money order) to the **Secretary of State, Business Services, P.O. Box 5616, Montgomery, Alabama, 36103-5616**, and a check or money order made out to the Judge of Probate in the county where the converting entity's formation documents were recorded (contact the Office of the Judge of Probate for the fees). The Secretary of State will file and transmit a certified copy to the Judge of Probate in accordance with 10A-1-4.02(g). The Conversion will not be registered if the credit card does not authorize and will be removed from the index if the check is dishonored. **If you desire a stamped copy returned to you, supply a third copy and a pre-addressed postage paid return envelope.** All information required to file this conversion is provided in the form or may be attached per Code. Cover letters are not required and will be disregarded since they are not part of the filing.

(For SOS Office Use Only)

**The information completing this form must be typed.
Faxed and emailed transmissions will not be acknowledged, processed, or returned.**

- 1. Information on the converting entity (entity will convert to converted entity named in item 2 and will retain the unique AL Entity ID Number originally assigned):**

Alabama entity id number of converting entity: _____ - _____ (Format 000-000) *

***INSTRUCTION TO OBTAIN ID NUMBER TO COMPLETE FORM:** If you do not have this number immediately available, you may obtain it on our website at www.sos.alabama.gov under the Government Records tab. Click on Business Entity Records, click on Entity Name, enter the registered name of the entity in the appropriate box, and enter. The six (6) digit number containing a dash to the left of the name is the entity ID number. If you click on that number, you can check the details page to make certain that you have the correct entity – this verification step is strongly recommended.

The name of the converting entity as recorded with the Secretary of State of Alabama:

This Document was prepared by:

(For County Probate Court Office Use Only)

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County Probate Office in Alabama where the formation documents of this domestic entity were recorded and where the conversion document will be forwarded after recording: _____

2. Information on the converted (formed by conversion changing the converting entity but retaining the unique AL Entity ID Number originally assigned) – this entity will continue to exist:

The name of the new domestic entity resulting from this conversion (A domestic name reservation certificate issued by the Alabama Secretary of State must be attached if the name is changing anything more than the entity identifier information – such as Inc., LP, etc. – if only the identifier information is changing, no name reservation is required):

3. The undersigned certifies that the converted entity will be a limited partnership under *Alabama Code*, Title 10A, Chapter 9.

4. Street (**NO PO Boxes**) Address of initial Designated Office: _____

Mailing Address, if different: _____

5. Name of registered agent for service of process in Alabama (must be physically located in Alabama):

6. Street (**No PO Boxes**) Address of initial registered office (**MUST** be physically located in Alabama):

Mailing Address in Alabama (if different) _____

7. Name of the General Partner: See signature page – all general partners must sign.

8. If the converted entity is one in which one or more owners lack limited liability protection, a statement that each owner of the converting entity who is to become a owner without limited liability protection of the resulting entity has consented in writing to the conversion as required by 10A-1-8.01 is attached.

9. The undersigned certify that the conversion was approved pursuant to *Code of Alabama 1975*, Title 10A, Chapter 1, Article 8 (specifically 10A-1-8.01) and that the information included in or attached to this conversion form are true and correct.

10. Signature requirements are in accordance with 10A-1-4.01 and Title 10A, Chapter 9 of the *Code of Alabama 1975*.

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11. The filing of the converted entity as a Limited Partnership is effective upon filing by the Office of the Alabama Secretary of State or at the **delayed effective date** stated below (pre-effective dates are not allowed in Alabama Code). 10A-1-4.12

The undersigned specify _____/_____/_____ as the delayed effective date (MUST be on or after the date of filing in the Office of the Alabama Secretary of State, but no later than the 90th day after the date this instrument was signed). **Leave blank if no delay in effective date is desired.**

_____ Attached are any other provisions that are not inconsistent with law relating to organization, ownership, governance, business, or affairs of the limited partnership.

Signatures – Use additional if necessary

The names, street addresses, mailing addresses, and signatures for each of the general partners must be attached. Use page 2 of this document to provide this information and duplicate the blank form as necessary to include all general partners. This information is required pursuant to Section 10-9C-201(3) and the signatures are required pursuant to Section 10-9C-204(a)(1).

The name of the General Partner: _____

Street (**No PO Boxes**) address of General Partner: _____

Mailing address (if different): _____

Signature of General Partner

The name of the General Partner: _____

Street (**No PO Boxes**) address of General Partner: _____

Mailing address (if different): _____

Signature of General Partner

Secretary of State Credit Card or Prepaid Payment Option/Return/Hold Sheet: If you do not send an acknowledgement copy and a pre-addressed postage paid envelope with the filing or provide an email return on this form, you will not receive a credit card or prepaid account receipt from the Secretary of State's Office. Hold for pickup request will have the receipt attached. **Office personnel will not be able to search credit card or prepaid account transactions to help you balance your accounts. Please do not use these options if you have problems collecting receipts from your filing agents.** The document of record will be stamped showing the receipt of the filing fee and expedite fee but will not show convenience fees which will be charged by your card service provider (generally these fees are between 2% and 5% of the total charge).

Information MUST be typed or filing will be returned without review.

Entity Name: _____

AL Entity ID Number of converting entity: _____ - _____ (ex: 000-000)

Service Requested: \$25.00 Conversion filing fee

\$100.00 Expedited Processing fee **(must be included with initial filing)**

Hold at Front Desk for Pick-up by: _____

(Service providers who run couriers for pick-up)

There is no notification service and there will not be a call for pick-up.

Return via email (only one email): _____

No paper copy will be sent if email is provided.

_____ Charge fees to prepaid account: Account Number _____
and Account Name _____

Typed Name & Signature of Authorized Individual on Account

_____ Credit Card Type: _____ (Visa, MC, Discover & AmEx)

Card Number: _____ Expiration Mo/Yr: ____/____ (MM/YY)

Card Holder Name: _____

Complete Billing Address: _____
Street or PO

City State Zip

Signature of Card Holder: _____

MUST be Signature of Card Holder