

**322.24 WHEN CERTIFICATE SHALL BE CANCELED OR AMENDED.**

The certificate shall be canceled when the partnership is dissolved or all limited partners cease to be such.

A certificate shall be amended when:

- (1) there is a change in the name of the partnership or in the amount or character of the contribution of any limited partner;
- (2) a person is substituted as a limited partner;
- (3) an additional limited partner is admitted;
- (4) a person is admitted as a general partner;
- (5) a general partner retires, dies, or becomes insane, and the business is continued under section 322.20;
- (6) there is a change in the character of the business of the partnership;
- (7) there is a false or erroneous statement in the certificate;
- (8) there is a change in the time as stated in the certificate for the dissolution of the partnership or for the return of the contribution;
- (9) a time is fixed for the dissolution of the partnership, or the return of a contribution, no time having been specified in the certificate; or
- (10) the members desire to make a change in any other statement in the certificate in order that it shall accurately represent the agreement between them.

**History:** (7376) 1919 c 498 s 24