

**CHAPTER 322B**  
**LIMITED LIABILITY COMPANIES**

**322B.01** MS 2016 [Repealed, 2014 c 157 art 1 s 91]

**322B.02** MS 2016 [Repealed, 2014 c 157 art 1 s 91]

**322B.03** Subdivision 1. MS 2016 [Repealed, 2014 c 157 art 1 s 91]

Subd. 2. MS 2016 [Repealed, 2014 c 157 art 1 s 91]

Subd. 3. MS 2016 [Repealed, 2014 c 157 art 1 s 91]

Subd. 4. [Repealed, 1999 c 85 art 2 s 95]

Subd. 5. [Repealed, 1999 c 85 art 2 s 95]

Subd. 6. MS 2016 [Repealed, 2014 c 157 art 1 s 91]

Subd. 6a. MS 2016 [Repealed, 2014 c 157 art 1 s 91]

Subd. 7. MS 2016 [Repealed, 2014 c 157 art 1 s 91]

Subd. 8. MS 2016 [Repealed, 2014 c 157 art 1 s 91]

Subd. 9. [Repealed, 1999 c 85 art 2 s 95]

Subd. 10. MS 2016 [Repealed, 2014 c 157 art 1 s 91]

Subd. 11. MS 2016 [Repealed, 2014 c 157 art 1 s 91]

Subd. 12. MS 2016 [Repealed, 2014 c 157 art 1 s 91]

Subd. 13. MS 2016 [Repealed, 2014 c 157 art 1 s 91]

Subd. 14. MS 2016 [Repealed, 2014 c 157 art 1 s 91]

Subd. 15. MS 2016 [Repealed, 2014 c 157 art 1 s 91]

Subd. 16. [Repealed, 1999 c 85 art 2 s 95]

Subd. 17. MS 2016 [Repealed, 2014 c 157 art 1 s 91]

Subd. 17a. MS 2016 [Repealed, 2014 c 157 art 1 s 91]

Subd. 17b. MS 2016 [Repealed, 2014 c 157 art 1 s 91]

Subd. 18. MS 2016 [Repealed, 2014 c 157 art 1 s 91]

Subd. 19. MS 2016 [Repealed, 2014 c 157 art 1 s 91]

Subd. 19a. MS 2016 [Repealed, 2014 c 157 art 1 s 91]

Subd. 20. MS 2016 [Repealed, 2014 c 157 art 1 s 91]

Subd. 21. MS 2016 [Repealed, 2014 c 157 art 1 s 91]

- Subd. 22. MS 2016 [Repealed, 2014 c 157 art 1 s 91]
- Subd. 23. MS 2016 [Repealed, 2014 c 157 art 1 s 91]
- Subd. 24. MS 2016 [Repealed, 2014 c 157 art 1 s 91]
- Subd. 25. MS 2016 [Repealed, 2014 c 157 art 1 s 91]
- Subd. 26. MS 2016 [Repealed, 2014 c 157 art 1 s 91]
- Subd. 27. MS 2016 [Repealed, 2014 c 157 art 1 s 91]
- Subd. 28. MS 2016 [Repealed, 2014 c 157 art 1 s 91]
- Subd. 29. MS 2016 [Repealed, 2014 c 157 art 1 s 91]
- Subd. 30. MS 2016 [Repealed, 2014 c 157 art 1 s 91]
- Subd. 31. MS 2016 [Repealed, 2014 c 157 art 1 s 91]
- Subd. 31a. MS 2016 [Repealed, 2014 c 157 art 1 s 91]
- Subd. 32. MS 2016 [Repealed, 2014 c 157 art 1 s 91]
- Subd. 33. MS 2016 [Repealed, 2014 c 157 art 1 s 91]
- Subd. 34. MS 2016 [Repealed, 2014 c 157 art 1 s 91]
- Subd. 35. MS 2016 [Repealed, 2014 c 157 art 1 s 91]
- Subd. 36. MS 2016 [Repealed, 2014 c 157 art 1 s 91]
- Subd. 36a. MS 2016 [Repealed, 2014 c 157 art 1 s 91]
- Subd. 37. MS 2016 [Repealed, 2014 c 157 art 1 s 91]
- Subd. 38. MS 2016 [Repealed, 2014 c 157 art 1 s 91]
- Subd. 39. MS 2016 [Repealed, 2014 c 157 art 1 s 91]
- Subd. 40. MS 2016 [Repealed, 2014 c 157 art 1 s 91]
- Subd. 41. MS 2016 [Repealed, 2014 c 157 art 1 s 91]
- Subd. 41a. MS 2016 [Repealed, 2014 c 157 art 1 s 91]
- Subd. 42. MS 2016 [Repealed, 2014 c 157 art 1 s 91]
- Subd. 43. MS 2016 [Repealed, 2014 c 157 art 1 s 91]
- Subd. 44. MS 2016 [Repealed, 2014 c 157 art 1 s 91]
- Subd. 45. MS 2016 [Repealed, 2014 c 157 art 1 s 91]
- Subd. 45a. MS 2016 [Repealed, 2014 c 157 art 1 s 91]
- Subd. 46. MS 2016 [Repealed, 2014 c 157 art 1 s 91]
- Subd. 47. MS 2016 [Repealed, 2014 c 157 art 1 s 91]

Subd. 48. MS 2016 [Repealed, 2014 c 157 art 1 s 91]

Subd. 49. MS 2016 [Repealed, 2014 c 157 art 1 s 91]

Subd. 50. MS 2016 [Repealed, 2014 c 157 art 1 s 91]

Subd. 51. MS 2016 [Repealed, 2014 c 157 art 1 s 91]

Subd. 52. MS 2016 [Repealed, 2014 c 157 art 1 s 91]

Subd. 53. MS 2016 [Repealed, 2014 c 157 art 1 s 91]

Subd. 54. MS 2016 [Repealed, 2014 c 157 art 1 s 91]

Subd. 55. MS 2016 [Repealed, 2014 c 157 art 1 s 91]

Subd. 56. MS 2016 [Repealed, 2014 c 157 art 1 s 91]

**322B.04** MS 2016 [Repealed, 2014 c 157 art 1 s 91]

**322B.10** MS 2016 [Repealed, 2014 c 157 art 1 s 91]

**322B.105** MS 2016 [Repealed, 2014 c 157 art 1 s 91]

**322B.11** MS 2016 [Repealed, 2014 c 157 art 1 s 91]

**322B.115** MS 2016 [Repealed, 2014 c 157 art 1 s 91]

**322B.12** Subdivision 1. MS 2016 [Repealed, 2014 c 157 art 1 s 91]

Subd. 2. MS 2016 [Repealed, 2014 c 157 art 1 s 91]

Subd. 3. MS 2016 [Repealed, 2014 c 157 art 1 s 91]

Subd. 4. MS 2016 [Repealed, 2014 c 157 art 1 s 91]

Subd. 5. MS 2016 [Repealed, 2014 c 157 art 1 s 91]

Subd. 6. [Repealed, 2008 c 203 s 14]

**322B.125** MS 2016 [Repealed, 2014 c 157 art 1 s 91]

**322B.13** MS 2008 [Subds 1 and 2 repealed by amendment, 2010 c 250 art 2 s 24]

**322B.13** MS 2016 [Repealed, 2014 c 157 art 1 s 91]

**322B.135** MS 2008 [Subds 1 to 3 repealed by amendment, 2010 c 250 art 2 s 25]

**322B.135** MS 2016 [Repealed, 2014 c 157 art 1 s 91]

**322B.14** MS 2016 [Repealed, 2014 c 157 art 1 s 91]

**322B.145** MS 2016 [Repealed, 2014 c 157 art 1 s 91]

**322B.15** MS 2016 [Repealed, 2014 c 157 art 1 s 91]

**322B.155** MS 2016 [Repealed, 2014 c 157 art 1 s 91]

**322B.16** MS 2016 [Repealed, 2014 c 157 art 1 s 91]

**322B.165** MS 2016 [Repealed, 2014 c 157 art 1 s 91]

**322B.17** MS 2016 [Repealed, 2014 c 157 art 1 s 91]

**322B.175** MS 2016 [Repealed, 2014 c 157 art 1 s 91]

**322B.18** MS 2016 [Repealed, 2014 c 157 art 1 s 91]

**322B.20** MS 2016 [Repealed, 2014 c 157 art 1 s 91]

**322B.21** MS 2016 [Repealed, 2014 c 157 art 1 s 91]

**322B.22** MS 2016 [Repealed, 2014 c 157 art 1 s 91]

**322B.23** MS 2016 [Repealed, 2014 c 157 art 1 s 91]

**322B.30** MS 2016 [Repealed, 2014 c 157 art 1 s 91]

**322B.303** MS 2016 [Repealed, 2014 c 157 art 1 s 91]

**322B.306** MS 2016 [Repealed, 2014 c 157 art 1 s 91]

**322B.31** MS 2016 [Repealed, 2014 c 157 art 1 s 91]

**322B.313** MS 2016 [Repealed, 2014 c 157 art 1 s 91]

**322B.316** MS 2016 [Repealed, 2014 c 157 art 1 s 91]

**322B.32** MS 2016 [Repealed, 2014 c 157 art 1 s 91]

**322B.323** MS 2016 [Repealed, 2014 c 157 art 1 s 91]

**322B.326** MS 2016 [Repealed, 2014 c 157 art 1 s 91]

**322B.33** MS 2016 [Repealed, 2014 c 157 art 1 s 91]

**322B.333** MS 2016 [Repealed, 2014 c 157 art 1 s 91]

**322B.336** MS 2016 [Repealed, 2014 c 157 art 1 s 91]

**322B.34** MS 2016 [Repealed, 2014 c 157 art 1 s 91]

**322B.343** Subdivision 1. MS 2000 [Renumbered subd 2]

Subdivision 1. MS 2016 [Repealed, 2014 c 157 art 1 s 91]

Subd. 2. MS 2000 [Renumbered subd 3]

Subd. 2. MS 2016 [Repealed, 2014 c 157 art 1 s 91]

Subd. 3. MS 2000 [Renumbered subd 7]

Subd. 3. MS 2016 [Repealed, 2014 c 157 art 1 s 91]

Subd. 4. MS 2016 [Repealed, 2014 c 157 art 1 s 91]

Subd. 5. MS 2016 [Repealed, 2014 c 157 art 1 s 91]

Subd. 6. MS 2016 [Repealed, 2014 c 157 art 1 s 91]

Subd. 7. MS 2016 [Repealed, 2014 c 157 art 1 s 91]

**322B.346** MS 2016 [Repealed, 2014 c 157 art 1 s 91]

**322B.348** MS 2016 [Repealed, 2014 c 157 art 1 s 91]

**322B.35** MS 2016 [Repealed, 2014 c 157 art 1 s 91]

**322B.353** MS 2016 [Repealed, 2014 c 157 art 1 s 91]

**322B.356** MS 2016 [Repealed, 2014 c 157 art 1 s 91]

**322B.36** MS 2016 [Repealed, 2014 c 157 art 1 s 91]

**322B.363** Subdivision 1. MS 2016 [Repealed, 2014 c 157 art 1 s 91]

Subd. 2. MS 2016 [Repealed, 2014 c 157 art 1 s 91]

Subd. 3. MS 2016 [Repealed, 2014 c 157 art 1 s 91]

Subd. 4. MS 2016 [Repealed, 2014 c 157 art 1 s 91]

Subd. 5. MS 2016 [Repealed, 2014 c 157 art 1 s 91]

Subd. 6. MS 2016 [Repealed, 2014 c 157 art 1 s 91]

Subd. 7. MS 2016 [Repealed, 2014 c 157 art 1 s 91]

Subd. 8. [Repealed, 1999 c 85 art 2 s 95]

**322B.366** Subdivision 1. MS 2016 [Repealed, 2014 c 157 art 1 s 91]

Subd. 2. [Repealed, 1999 c 85 art 2 s 95]

**322B.37** MS 2016 [Repealed, 2014 c 157 art 1 s 91]

**322B.373** MS 2016 [Repealed, 2014 c 157 art 1 s 91]

**322B.376** MS 2016 [Repealed, 2014 c 157 art 1 s 91]

**322B.38** MS 2016 [Repealed, 2014 c 157 art 1 s 91]

**322B.383** MS 2016 [Repealed, 2014 c 157 art 1 s 91]

**322B.386** MS 2016 [Repealed, 2014 c 157 art 1 s 91]

**322B.40** MS 2016 [Repealed, 2014 c 157 art 1 s 91]

**322B.41** MS 2016 [Repealed, 2014 c 157 art 1 s 91]

**322B.42** MS 2016 [Repealed, 2014 c 157 art 1 s 91]

**322B.43** MS 2016 [Repealed, 2014 c 157 art 1 s 91]

**322B.50** MS 2016 [Repealed, 2014 c 157 art 1 s 91]

**322B.51** MS 2016 [Repealed, 2014 c 157 art 1 s 91]

- 322B.52** MS 2016 [Repealed, 2014 c 157 art 1 s 91]
- 322B.53** MS 2016 [Repealed, 2014 c 157 art 1 s 91]
- 322B.54** MS 2016 [Repealed, 2014 c 157 art 1 s 91]
- 322B.55** MS 2016 [Repealed, 2014 c 157 art 1 s 91]
- 322B.56** MS 2016 [Repealed, 2014 c 157 art 1 s 91]
- 322B.60** MS 2016 [Repealed, 2014 c 157 art 1 s 91]
- 322B.603** MS 2016 [Repealed, 2014 c 157 art 1 s 91]
- 322B.606** MS 2016 [Repealed, 2014 c 157 art 1 s 91]
- 322B.61** MS 2016 [Repealed, 2014 c 157 art 1 s 91]
- 322B.613** MS 2016 [Repealed, 2014 c 157 art 1 s 91]
- 322B.616** MS 2016 [Repealed, 2014 c 157 art 1 s 91]
- 322B.62** MS 2016 [Repealed, 2014 c 157 art 1 s 91]
- 322B.623** MS 2016 [Repealed, 2014 c 157 art 1 s 91]
- 322B.626** MS 2016 [Repealed, 2014 c 157 art 1 s 91]
- 322B.63** MS 2016 [Repealed, 2014 c 157 art 1 s 91]
- 322B.633** MS 2016 [Repealed, 2014 c 157 art 1 s 91]
- 322B.636** MS 2016 [Repealed, 2014 c 157 art 1 s 91]
- 322B.64** MS 2016 [Repealed, 2014 c 157 art 1 s 91]
- 322B.643** Subdivision 1. MS 2016 [Repealed, 2014 c 157 art 1 s 91]
- Subd. 2. MS 2000 [Paragraph (b) renumbered subd 3]
- Subd. 2. MS 2016 [Repealed, 2014 c 157 art 1 s 91]
- Subd. 3. MS 2000 [Renumbered subd 4]
- Subd. 3. MS 2016 [Repealed, 2014 c 157 art 1 s 91]
- Subd. 4. MS 2000 [Renumbered subd 5]
- Subd. 4. MS 2016 [Repealed, 2014 c 157 art 1 s 91]
- Subd. 5. MS 2000 [Renumbered subd 6]
- Subd. 5. MS 2016 [Repealed, 2014 c 157 art 1 s 91]
- Subd. 6. MS 2016 [Repealed, 2014 c 157 art 1 s 91]
- 322B.646** MS 2016 [Repealed, 2014 c 157 art 1 s 91]
- 322B.65** MS 2016 [Repealed, 2014 c 157 art 1 s 91]

- 322B.653** MS 2016 [Repealed, 2014 c 157 art 1 s 91]  
**322B.656** MS 2016 [Repealed, 2014 c 157 art 1 s 91]  
**322B.66** MS 2016 [Repealed, 2014 c 157 art 1 s 91]  
**322B.663** MS 2016 [Repealed, 2014 c 157 art 1 s 91]  
**322B.666** MS 2016 [Repealed, 2014 c 157 art 1 s 91]  
**322B.67** MS 2016 [Repealed, 2014 c 157 art 1 s 91]  
**322B.673** MS 2016 [Repealed, 2014 c 157 art 1 s 91]  
**322B.676** MS 2016 [Repealed, 2014 c 157 art 1 s 91]  
**322B.679** MS 2016 [Repealed, 2014 c 157 art 1 s 91]  
**322B.68** MS 2016 [Repealed, 2014 c 157 art 1 s 91]  
**322B.683** MS 2016 [Repealed, 2014 c 157 art 1 s 91]  
**322B.686** MS 2016 [Repealed, 2014 c 157 art 1 s 91]  
**322B.689** MS 2016 [Repealed, 2014 c 157 art 1 s 91]  
**322B.69** MS 2016 [Repealed, 2014 c 157 art 1 s 91]  
**322B.693** MS 2016 [Repealed, 2014 c 157 art 1 s 91]  
**322B.696** MS 2016 [Repealed, 2014 c 157 art 1 s 91]  
**322B.699** MS 2016 [Repealed, 2014 c 157 art 1 s 91]  
**322B.70** MS 2016 [Repealed, 2014 c 157 art 1 s 91]  
**322B.71** MS 2016 [Repealed, 2014 c 157 art 1 s 91]  
**322B.72** MS 2016 [Repealed, 2014 c 157 art 1 s 91]  
**322B.73** MS 2016 [Repealed, 2014 c 157 art 1 s 91]  
**322B.74** MS 2016 [Repealed, 2014 c 157 art 1 s 91]  
**322B.75** MS 2016 [Repealed, 2014 c 157 art 1 s 91]  
**322B.755** MS 2016 [Repealed, 2014 c 157 art 1 s 91]  
**322B.76** MS 2016 [Repealed, 2014 c 157 art 1 s 91]  
**322B.77** MS 2016 [Repealed, 2014 c 157 art 1 s 91]  
**322B.78** [Repealed, 2015 c 39 s 45]  
**322B.781** MS 2016 [Repealed, 2014 c 157 art 1 s 91]  
**322B.783** MS 2016 [Repealed, 2014 c 157 art 1 s 91]  
**322B.785** MS 2016 [Repealed, 2014 c 157 art 1 s 91]

- 322B.789** MS 2016 [Repealed, 2014 c 157 art 1 s 91]
- 322B.791** MS 2016 [Repealed, 2014 c 157 art 1 s 91]
- 322B.80** MS 2016 [Repealed, 2014 c 157 art 1 s 91]
- 322B.803** MS 2016 [Repealed, 2014 c 157 art 1 s 91]
- 322B.806** MS 2016 [Repealed, 2014 c 157 art 1 s 91]
- 322B.81** MS 2016 [Repealed, 2014 c 157 art 1 s 91]
- 322B.813** MS 2016 [Repealed, 2014 c 157 art 1 s 91]
- 322B.816** Subdivision 1. MS 2016 [Repealed, 2014 c 157 art 1 s 91]
- Subd. 2. MS 2016 [2014 c 157 art 1 s 91]
- Subd. 3. [Repealed, 1999 c 85 art 2 s 95]
- Subd. 4. MS 2016 [Repealed, 2014 c 157 art 1 s 91]
- Subd. 5. MS 2016 [Repealed, 2014 c 157 art 1 s 91]
- Subd. 6. MS 2016 [Repealed, 2014 c 157 art 1 s 91]
- 322B.82** MS 2016 [Repealed, 2014 c 157 art 1 s 91]
- 322B.823** MS 2016 [Repealed, 2014 c 157 art 1 s 91]
- 322B.826** MS 2016 [Repealed, 2014 c 157 art 1 s 91]
- 322B.83** MS 2016 [Repealed, 2014 c 157 art 1 s 91]
- 322B.833** MS 2016 [Repealed, 2014 c 157 art 1 s 91]
- 322B.836** MS 2016 [Repealed, 2014 c 157 art 1 s 91]
- 322B.84** MS 2016 [Repealed, 2014 c 157 art 1 s 91]
- 322B.843** MS 2016 [Repealed, 2014 c 157 art 1 s 91]
- 322B.846** MS 2016 [Repealed, 2014 c 157 art 1 s 91]
- 322B.85** MS 2016 [Repealed, 2014 c 157 art 1 s 91]
- 322B.853** MS 2016 [Repealed, 2014 c 157 art 1 s 91]
- 322B.856** MS 2016 [Repealed, 2014 c 157 art 1 s 91]
- 322B.86** MS 2016 [Repealed, 2014 c 157 art 1 s 91]
- 322B.863** MS 2016 [Repealed, 2014 c 157 art 1 s 91]
- 322B.866** MS 2016 [Repealed, 2014 c 157 art 1 s 91]
- 322B.87** MS 2016 [Repealed, 2014 c 157 art 1 s 91]
- 322B.873** Subdivision 1. MS 2016 [Repealed, 2014 c 157 art 1 s 91]



Subd. 2. [Repealed, 1999 c 85 art 2 s 95]

Subd. 3. [Repealed, 1999 c 85 art 2 s 95]

Subd. 4. MS 2016 [Repealed, 2014 c 157 art 1 s 91]

**322B.876** Subdivision 1. MS 2016 [Repealed, 2014 c 157 art 1 s 91]

Subd. 2. [Repealed, 1995 c 128 art 1 s 20]

Subd. 3. [Repealed, 1995 c 128 art 1 s 20]

Subd. 4. [Repealed, 1995 c 128 art 1 s 20]

**322B.88** MS 2016 [Repealed, 2014 c 157 art 1 s 91]

**322B.883** MS 2016 [Repealed, 2014 c 157 art 1 s 91]

**322B.90** MS 2016 [Repealed, 2014 c 157 art 1 s 91]

**322B.901** [Repealed, 1995 c 128 art 3 s 27]

**322B.905** MS 2016 [Repealed, 2014 c 157 art 1 s 91]

**322B.91** MS 2016 [Repealed, 2014 c 157 art 1 s 91]

**322B.915** MS 2016 [Repealed, 2014 c 157 art 1 s 91]

**322B.92** MS 2016 [Repealed, 2014 c 157 art 1 s 91]

**322B.925** MS 2016 [Repealed, 2014 c 157 art 1 s 91]

**322B.93** MS 2016 [Repealed, 2014 c 157 art 1 s 91]

**322B.935** MS 2016 [Repealed, 2014 c 157 art 1 s 91]

**322B.94** MS 2016 [Repealed, 2014 c 157 art 1 s 91]

**322B.945** MS 2016 [Repealed, 2014 c 157 art 1 s 91]

**322B.95** MS 2016 [Repealed, 2014 c 157 art 1 s 91]

**322B.955** MS 2016 [Repealed, 2014 c 157 art 1 s 91]

**322B.960** Subdivision 1. MS 2016 [Repealed, 2014 c 157 art 1 s 91]

Subd. 2. [Repealed by amendment, 2009 c 101 art 2 s 83]

Subd. 3. [Repealed, 2000 c 395 s 23]

Subd. 4. MS 1998 [Repealed by amendment, 2000 c 395 s 13]

Subd. 4. MS 2016 [Repealed, 2014 c 157 art 1 s 91]

Subd. 5. MS 1998 [Renumbered subd 4]

Subd. 5. MS 2016 [Repealed, 2014 c 157 art 1 s 91]

Subd. 6. [Renumbered subd 5]

**322B.975** MS 2016 [Repealed, 2014 c 157 art 1 s 91]