



DO NOT STAPLE

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FORM **308**

**RESTATED CERTIFICATE OF LIMITED PARTNERSHIP**

Sec. 179.185, Wis. Stats.

A. The following restated Certificate of Limited Partnership of

\_\_\_\_\_  
 (Limited partnership name prior to any change effected by this restatement)

duly adopted pursuant to the authority and provisions of sec. 179.185 of the Wisconsin Statutes, supersedes and takes the place of the original certificate of limited partnership, filed \_\_\_\_\_ (date), and any amendments or restatements thereto:

<b>Article 1.</b> Name of the limited partnership (must contain the words "limited partnership" or the abbreviation "L.P." or "LP"):
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<b>Article 2.</b> Street address (in Wisconsin) of the record office		
Street:		
City:	State: <b>WI</b>	Zip code:

<b>Article 3.</b> Latest date upon which the limited partnership will dissolve:	<b>Article 4.</b> Name of agent for service of process:
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<b>Article 5.</b> Street address (in Wisconsin) of the agent for service of process		
Street:		
City	State: <b>WI</b>	Zip Code:

**Article 6.** Other items (any other matters the General Partners determine to include) (OPTIONAL)

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**Article 7.** Name and business address of each GENERAL partner (including new General Partners admitted in conjunction with this restatement):

<b>Name:</b>		
Street Address:		
City:	State:	Zip Code:
<b>Name:</b>		
Street Address:		
City:	State:	Zip Code:
<b>Name:</b>		
Street Address:		
City:	State:	Zip Code:

**B. Execution** (NOTE: If the restatement amends the Certificate of Limited Partnership to admit one or more new General Partner(s), the certificate must be signed by at least **one continuing** General Partner **and by each new General Partner**. Select and complete either item **1 or 2**, below, whichever is appropriate.)

**1.** This certificate does not designate a new General Partner.

Name of <b>Continuing</b> General Partner:	
Signature:	Date:

**2.** This certificate designates a NEW General Partner.

Name of <b>Withdrawing</b> or <b>Continuing</b> General Partner:	
Signature:	Date:
Name of each <b>New</b> General Partner:	
Name:	
Signature:	Date:
Name:	
Signature:	Date:

This document was drafted by \_\_\_\_\_  
(Name the individual who drafted the document)

RESTATED CERTIFICATE OF LIMITED PARTNERSHIP

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▲ Please provide an email or postal mailing address for the filed copy of the document.

Your **phone number** during the day: \_\_\_\_\_

**INSTRUCTIONS** (Ref. sec. 179.185, Wis. Stats., for document content)

Please use BLACK ink. Submit one original to State of WI – Dept. of Financial Institutions, Box 93348, Milwaukee WI, 53293-0348, together with the appropriate **FILING FEE of \$25.00**. Filing fee is **non-refundable**. (If sent by Express or Priority U.S. mail, please visit [www.wdfi.org/contact\\_us/](http://www.wdfi.org/contact_us/) for current physical address). Sign the document manually or otherwise as allowed under sec. 180.0120(3)(c), Wis. Stats. **NOTICE:** This form may be used to accomplish a filing required or permitted by statute to be made with the department. Information requested may be used for secondary purposes. If you have any questions, please contact the Division of Corporate & Consumer Services at 608-261-7577. Hearing-impaired may call 771 for TTY. This document can be made available in alternate formats upon request to qualifying individuals with disabilities.

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Item A. Enter the name of the limited partnership prior to any change effected by this restatement, and provide the date of filing of the original Certificate of Limited Partnership.

Articles 1 thru 7. Enter the text of the certificate of limited partnership, as amended. The text must contain the information specified for Articles 1 through 5, and Article 7, and may contain additional information in Article 6 or additional articles that you create in the document.

Item B. Two options are provided for executing the document.

1. If the restatement **does not admit a new General Partner**, complete section 1 by entering the name and signature of the continuing General Partner executing the amendment.

2. If the restatement **admits one or more new General Partner(s)**, complete section 2 by entering the name and signature of one continuing General Partner (or the withdrawing General Partner) and the name, business address and signature of each new General Partner.

Any person may sign the restated certificate by an attorney-in-fact.

If the document is executed in Wisconsin, sec. 182.01(3) provides that it shall not be filed unless the name of the person (individual) who drafted it is printed, typewritten or stamped in a legible manner. If the document is not executed in Wisconsin, enter that remark.