STATE OF NEW YORK

5737

2021-2022 Regular Sessions

IN SENATE

March 17, 2021

Introduced by Sen. COMRIE -- read twice and ordered printed, and when printed to be committed to the Committee on Corporations, Authorities and Commissions

AN ACT to amend the limited liability company law and the partnership law, in relation to the definition of office and the content of notices published in newspapers

The People of the State of New York, represented in Senate and Assembly, do enact as follows:

Section 1. Subdivision (s) of section 102 of the limited liability company law is amended to read as follows:

(s) "Office of the limited liability company" means the office of the limited liability company, the location of which is stated in the articles of organization of a domestic limited liability company, or in the application for authority of a foreign limited liability company. Such office [~~need not be a place where business activities are conducted by such limited liability company~~] **shall be a place in the county within this state of the principal and actual business location of the company. In no event shall it only be the address of its registered agent, a post office mailbox, or a private mailbox at a mail logistics center for purposes of satisfying the requirements of section two hundred six, eight hundred two, one thousand two hundred three or one thousand three hundred six of this chapter**.

§ 2. Paragraph 3-a of subdivision (a) of section 206 of the limited liability company law, as amended by chapter 44 of the laws of 2006, is amended to read as follows:

(3-a) the street address of the principal business location[~~, if any~~];

§ 3. Subparagraph 4-a of paragraph (i) of subdivision (b) of section 802 of the limited liability company law, as amended by chapter 44 of the laws of 2006, is amended to read as follows:

(4-a) the street address of the principal business location[~~, if any~~];

EXPLANATION--Matter in *italics* (underscored) is new; matter in brackets [-] is old law to be omitted.

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§ 4. Clause (iii-a) of subparagraph (A) of paragraph 2 of subdivision (c) of section 1203 of the limited liability company law, as amended by chapter 44 of the laws of 2006, is amended to read as follows:

(iii-a) the street address of the principal business location[~~, if any~~];

§ 5. Subparagraph 4-a of paragraph (i) of subdivision (d) of section 1306 of the limited liability company law, as amended by chapter 44 of the laws of 2006, is amended to read as follows:

(4-a) the street address of the principal business location[~~, if any~~];

§ 6. Subdivision (j) of section 121-101 of the partnership law, as added by chapter 950 of the laws of 1990, is amended to read as follows:

(j) "Office of limited partnership" means the office of **the limited partnership,** the location of which is stated in the certificate of limited partnership of a domestic limited partnership, or in the application for authority of a foreign limited partnership or any amendment thereof. Such office [~~need not be a place where business activities are conducted by such limited partnership~~] **shall be a place in the county within this state of the principal and actual business location of the partnership. In no event shall it only be the address of its registered agent, a post office mailbox, or a private mailbox at a mail logistics center for purposes of satisfying the requirements of section 121-201 or 121-902 of this chapter**.

§ 7. Subparagraph 3-a of paragraph (i) of subdivision (c) of section 121-201 of the partnership law, as amended by chapter 44 of the laws of 2006, is amended to read as follows:

(3-a) the street address of the principal business location[~~, if any~~];

§ 8. Subparagraph 4-a of paragraph (i) of subdivision (d) of section 121-902 of the partnership law, as amended by chapter 44 of the laws of 2006, is amended to read as follows:

(4-a) the street address of the principal business location[~~, if any~~];

§ 9. This act shall take effect immediately.