

Instructions: Form SS-4472

Certificate of Cancellation of Limited Partnership



Business Services Division
Tre Hargett, Secretary of State
State of Tennessee

Submission Options

A Certificate of Cancellation of Limited Partnership may be filed using one of the following methods:

E-file: Go to <https://tnbear.tn.gov/Ecommerce/CeaseBusinessInstr.aspx> and use the online tool to complete the filing and pay the filing fee by credit card, debit card or e-check. When paying by credit card, debit card or e-check, there is a service fee that covers the credit card fees and transaction costs incurred by the Business Services Division when accepting online payments. Filers who do not wish to pay the service fee to file online may choose the "Print and Mail" option at no additional cost.

Print and Mail: Go to <https://tnbear.tn.gov/Ecommerce/CeaseBusinessInstr.aspx> and use the online tool to complete the filing. Print and mail the application along with the required filing fee to the address listed below.

Paper submission: A blank Certificate of Cancellation of Limited Partnership may be obtained by going to sos.tn.gov and entering SS-4472 in the search bar; by emailing the Secretary of State at TNSOS.CORPINFO@tn.gov, or by calling 615-741-2286. The Certificate of Cancellation of Limited Partnership should be typed or hand printed in dark blue or black ink.

Walk-in: A blank Certificate of Cancellation of Limited Partnership may be obtained in person at the address listed below.

If submitting by mail, send the completed form and filing fee together in the same envelope. Mail to:

Tennessee Secretary of State
ATTN: Corporate Filing
312 Rosa L. Parks Ave FL 6
Nashville TN 37243

Fill in form very carefully; mistakes may have important legal consequences. If you have questions, consult your attorney. The filing office cannot provide legal advice.

Completing the Form

The Certificate of Cancellation of Limited Partnership provisions are set forth in the Tennessee Revised Uniform Limited Partnership Act of 1988, T.C.A. § 61-2-203.

1. **Control Number:** Enter the Control Number assigned to the Limited Partnership. To find entity information, including the Secretary of State control number, visit: <https://tnbear.tn.gov/ECommerce/FilingSearch.aspx>
2. **Limited Partnership Name:** Enter the exact legal name of the Limited Partnership as listed on the records of the Tennessee Secretary of State. To find entity information, including the exact legal name, visit: <https://tnbear.tn.gov/ECommerce/FilingSearch.aspx>.
3. **The Filing Date of the Certificate of Limited Partnership was:** Enter the initial filing date of the Certificate of Limited Partnership. To find entity information, including the initial filing date, visit: <https://tnbear.tn.gov/ECommerce/FilingSearch.aspx>.
4. **The Reason(s) for Filing the Certificate of Cancellation is/are:** Enter the reason(s) for filing the Certificate of Cancellation.
5. **Effective date:** If the document is not to be effective upon filing by the Secretary of State enter the delayed effective date (month/day/year) and time. A delayed effective day may not be later than the ninety (90) calendar days from the filing of this form.
6. **Any additional information determined necessary by the undersigned:** Enter any other information which the person filing the Certificate of Cancellation determines necessary to include.

Prior to accepting the filing, the Division of Business Services will request a Certificate of Tax Clearance for purposes of termination (cancellation) from the Tennessee Department of Revenue. If the tax clearance cannot be obtained, this document will be rejected and returned to the applicant.

Signatures

The Certificate of Cancellation of Limited Partnership must be signed and dated by all general partners listed in the initial Certificate of Limited Partnership. Type or print the signature name and title of each signer. Attach additional pages if necessary. Failure to do so will result in the application being rejected.

Filing Fee

The filing fee is \$20.00 for Certificate of Cancellation of Limited Partnership.

Make check, cashier's check or money order payable to the Tennessee Secretary of State. Cash is only accepted for walk-in filings. Forms submitted without the proper filing fee or made payable to an entity other than the Tennessee Secretary of State will be rejected.

CERTIFICATE OF CANCELLATION OF LIMITED PARTNERSHIP

SS-4472



Tre Hargett
Secretary of State

Division of Business Services
Department of State
State of Tennessee
ATTN: Corporate Filing
312 Rosa L. Parks Ave, 6th FL
Nashville, TN 37243-1102
(615) 741-2286

Filing Fee: \$20.00

For Office Use Only

Pursuant to the provisions of Section § 61-2-203 of the Tennessee Revised Uniform Limited Partnership Act, the undersigned hereby executes the following Certificate of Cancellation.

1. Control Number: _____

2. Limited Partnership Name: _____

3. The filing date of the Certificate of Limited Partnership was: _____

4. The reason(s) for filing the Certificate of Cancellation is/are: _____

5. Effective date: If the document is not to be effective upon filing by the Secretary of State, the delayed effective date/time is: _____ / _____ / _____ _____
Month Day Year Time

A delayed effective date may not be later than the 90th day after this document is filed by the Secretary of State.

6. Any additional information determined necessary by the undersigned: _____

NOTE: Prior to accepting the filing, the Division of Business Services will request a Certificate of Tax Clearance for purposes of termination (cancellation) from the Tennessee Department of Revenue. If the tax clearance cannot be obtained, this document will be rejected and returned to the applicant.

[All general partners must sign]

Signature

Title/Signer's Capacity

Printed Name

Date

Signature

Title/Signer's Capacity

Printed Name

Date

Submitter Name: _____ Phone #: (_____) _____ - _____