

Instructions: Form SS-9426

Certificate of Conversion

(Another Business Entity into a Limited Partnership)



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

Submission Options

A Certificate of Conversion (Another Business Entity into a Limited Partnership) form may be filed using one of the following methods:

Paper submission: A blank form may be obtained by going to sos.tn.gov and entering SS-9426 in the search bar; by emailing the Secretary of State's Office at TNSOS.CORPINFO@TN.GOV, or by calling (615) 741-2286. The form should be typed or hand printed in dark blue or black ink.

Walk-in: A blank form may be obtained in person at the Secretary of State's Office 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 Filings
312 Rosa L. Parks Ave FL 6
Nashville TN 37243

Completing the Form

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.

- 1. Tennessee Secretary of State Control Number for the converting business entity:** A control number is assigned to each entity on record with the Tennessee Secretary of State's Division of Business Services. To find entity information, including the Secretary of State control number, visit: <https://tnbear.tn.gov/ECommerce/FilingSearch.aspx>
- 2. The name of the business entity converting to a Limited Partnership is:** Enter the exact legal name of the converting entity as listed on the records of the Tennessee Secretary of State. To find entity information, visit: <https://tnbear.tn.gov/ECommerce/FilingSearch.aspx>.

The jurisdiction of formation of the converting entity: Enter the state where the converting business entity was formed.

3. **The type of business entity of the converting entity:** Check the box indicating the type of business entity of the converting business entity.
4. **The exact legal name of the converted Limited Partnership is:** Enter the exact legal name of the new, converted (survivor) Limited Partnership.

Jurisdiction of formation of the survivor Limited Partnership: Enter the state where the converted, survivor Limited Partnership was formed.

5. **Please confirm that the plan of conversion was approved by the converting entity pursuant to the law of its jurisdiction of formation.** By checking the box, you are confirming that the Conversion Plan was approved by the converting entity pursuant to the law of its jurisdiction of formation.
6. **Effective Date: If the conversion is not to be effective upon the filing of the Certificate of Conversion by the Secretary of State's Office, then the future effective date and time of the conversion is:** Enter the future effective date and time of the conversion if applicable. A delayed date may not be later than ninety (90) calendar days from the filing of this conversion.
7. **If the survivor Limited Partnership is being filed with the Tennessee Secretary of State, attach the filing record of the new, converted Limited Partnership:** If the new, survivor Limited Partnership is transacting business in Tennessee or was formed in Tennessee, it must register with the Tennessee Secretary of State's Division of Business Services. Attach the filing record of the Limited Partnership along with the appropriate filing fee. All initial filing forms can be found on the Tennessee Secretary of State's Division of Business Services website: <https://sos.tn.gov/business-services/limited-partnerships> or you may call our office at 615-741-2286 with questions.

Signature

Sign and date the form; print or type the signature name and list your capacity to sign on behalf of the Business Entity. A Certificate of Conversion (Another Business Entity into a Limited Partnership) form must be signed by at least one (1) representative of the Converting Business Entity.

Filing Fee

The filing fee is \$20.00 per Certificate of Conversion (Another Business Entity into a Limited Partnership) form. If registering the Limited Partnership with the Tennessee Secretary of State, you will also be required to pay the required filing fee for that document as well.

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.

CONVERSION TO A LIMITED PARTNERSHIP (another Business Entity into a LP)

SS-9426



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 T.C.A. § 61-3-1114 of the Tennessee Uniform Limited Partnership Act of 2017, the undersigned Business Entity submits this Certificate of Conversion to a Limited Partnership.

1. Control Number: _____

2. The name of the business entity converting to a Limited Partnership is _____
_____ and its jurisdiction of formation is _____

3. The type of business entity of the converting entity (check one):

For Profit Corporation Non Profit Corporation General Partnership Business Trust

Limited Liability Company Limited Liability Partnership Joint Stock Association

Unincorporated Non Profit Association Other: _____

4. The name of the survivor Limited Partnership is _____
and its jurisdiction of formation is _____

5. Please confirm that the plan of conversion was approved by the converting entity with the law of its jurisdiction of formation. Yes No

6. Effective Date: If the conversion is not to be effective upon the filing of the certificate of conversion, then the future effective date and time of the conversion 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.

7. Attach the survivor Limited Partnership's Application for Certificate of Limited Partnership for filing with the Secretary of State.

Signature

Title/Signer's Capacity

Printed Name

Date

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