

**Agency, Partnership,
and the LLC**

**The Law of Unincorporated
Business Enterprises**

Agency, Partnership, and the LLC

The Law of Unincorporated Business Enterprises

Selected Statutes

2024 EDITION

J. Dennis Hynes

NICHOLAS A. ROSENBAUM PROFESSOR OF LAW EMERITUS
UNIVERSITY OF COLORADO

Mark J. Loewenstein

MONFORT PROFESSOR OF COMMERCIAL LAW
UNIVERSITY OF COLORADO



CAROLINA ACADEMIC PRESS
Durham, North Carolina

Copyright © 2024
Carolina Academic Press, LLC
All Rights Reserved

ISBN 978-1-5310-3064-3
eISBN 978-1-5310-3065-0

Carolina Academic Press
700 Kent Street
Durham, North Carolina 27701
(919) 489-7486
www.cap-press.com

Printed in the United States of America

Table of Contents

Preface	vii
PART ONE · PARTNERSHIP	3
Uniform Partnership Act (1914)	3
Uniform Partnership Act (1997, last amended 2013)	21
PART TWO · LIMITED PARTNERSHIP	71
Revised Uniform Limited Partnership Act (1976) with 1985 Amendments	71
Uniform Limited Partnership Act (2001, last amended 2013)	91
PART THREE · THE LIMITED LIABILITY COMPANY	147
Uniform Limited Liability Company Act (1996)	147
Revised Uniform Limited Liability Company Act (2006, last amended 2013)	181
PART FOUR · SELECTED EXCERPTS FROM THE RESTATEMENT (THIRD) OF AGENCY	227
Restatement (Third) of Agency	227

Preface

This supplement makes available substantially the complete text of the statutes essential for a study of the law of partnerships, limited partnerships, and limited liability companies. It includes two versions of the Uniform Partnership Act (1914) and the 1996 version (last amended 2013); the Uniform Limited Partnership Act (the 1976 act with 1985 amendments) and the 2001 version (last amended 2013); and the 1996 and 2006 (last amended 2013) versions of the Uniform Limited Liability Company Act. This supplement omits sections in the acts that deal with foreign entities, mergers, conversions and interest exchanges. Finally, excerpts from the Restatement (Third) of Agency are included.

Permission from the Uniform Law Commission to reprint the uniform acts and the American Law Institute to reprint portions of the Restatement of Agency is gratefully acknowledged.

April 1, 2024
Mark J. Loewenstein

