

**362.2-1107 Action on plan of merger by constituent limited partnership.**

- (1) Each domestic limited partnership that is to be a party to a proposed merger shall approve the proposed merger, unless the partnership agreement of that limited partnership provides otherwise, by the unanimous vote of the partners of the partnership.
- (2) A plan of merger may provide for the manner, if any, in which the plan may be amended at any time before the filing of the articles of merger with the Secretary of State.
- (3) Unless the domestic limited partnership's partnership agreement or the plan of merger, once authorized, provides otherwise, the merger may be abandoned at any time before the filing of the articles of merger with the Secretary of State by the affirmative vote of all partners of the domestic limited partnership, subject to any contractual rights, in accordance with the procedure set forth in the plan of merger, if any.
- (4) Unless otherwise provided in the partnership agreement, a partner has no right to dissent from a merger.

**Effective:** July 12, 2006

**History:** Created 2006 Ky. Acts ch. 149, sec. 182, effective July 12, 2006.