

## **CHAPTER 45-12 APPLICATION OF LAW**

**45-12-01. Provisions for existing limited partnerships.** Repealed by S.L. 2005, ch. 384, § 19.

**45-12-02. Provisions for other existing partnerships.**

1. Except for a general partnership governed by subsection 2, a general partnership formed under any statute of this state prior to July 1, 1959, including the general partners of a special or limited partnership formed prior to July 1, 1959, are governed by the provisions of chapters 45-05 through 45-12, until January 1, 1997, from and after July 1, 1959. After December 31, 1996, all partnerships are governed as provided in subsection 3.
2. Before January 1, 1997, chapters 45-13 through 45-21 govern only a partnership formed:
  - a. After January 1, 1996, unless that partnership is continuing the business of a dissolved partnership under section 45-09-13; and
  - b. Before January 1, 1996, that elects, as provided by subsection 4, to be governed by chapters 45-13 through 45-21.
3. After December 31, 1996, chapters 45-13 through 45-21 govern all partnerships.
4. Before January 1, 1997, a partnership voluntarily may elect, in the manner provided in its partnership agreement or by law for amending the partnership agreement, to be governed by chapters 45-13 through 45-21. Provisions of chapters 45-13 through 45-21 relating to the liability of the partnership's partners to third parties apply to limit those partners' liability to a third party who had done business with the partnership within one year preceding the partnership's election to be governed by chapters 45-13 through 45-21, only if the third party knows or has received a notification of the partnership's election to be governed by chapters 45-13 through 45-21.

**45-12-03. Repeal.** Except as affecting existing limited or special partnerships to the extent set forth in section 45-12-01, chapters 45-01, 45-02, 45-03, and 45-04 are hereby repealed.

**45-12-04. Citation.** Repealed by S.L. 1995, ch. 430, § 12.