



THE STATE

of **ALASKA**

Department of Commerce, Community, and Economic Development
Division of Corporations, Business and Professional Licensing

Corporations Section

State Office Building, 333 Willoughby Avenue, 9th Floor

PO Box 110806, Juneau, AK 99811-0806

Phone: (907) 465-2550 ★ Fax: (907) 465-2974

Email: corporations@alaska.gov

Website: <http://commerce.alaska.gov/cbpl/corp>

STATEMENT OF DOMESTICATION

These instructions and the attached form 08-598 are specifically for

**A Limited Partnership which will continue to conduct Business in Alaska
as a qualified (on record with the division) Limited Partnership**

Under the Alaska Entity Transaction Act AS 10.55.501-506

\$25.00 Filing Fee (non-refundable)

STATEMENT OF DOMESTICATION INSTRUCTIONS *(Please retain for your records):*

IMPORTANT:

This form is to be used only if the domesticated limited partnership (listed in Item #2 on the Statement of Domestication) will continue to be doing business in Alaska.

If the domesticated limited partnership will not be doing business in Alaska, you must use form 08-601, A Domestic (Alaskan) Entity Domesticating to an Unqualified Foreign (Non-Alaskan) Entity Not Conducting Business in Alaska.

NOTICE: Please verify the following before completing the application. Please verify the following for the domesticating entity before completing the application:

- Is the qualified entity (on record with this division) in "Good Standing" status?
- Are the officials on record correct, current and up to date? *(Used to verify signatures for this filing.)*
- Is the Registered Agent information on record correct, current and up to date?

To verify the above information you may search for the entity by going to the above website, click License Search and under Search License Data select Corporations.

- If the officials have changed, to update the officials information, submit the appropriate form from the above website under Forms and Fees. Select the appropriate version based on your entity type.
- If the Registered Agent information needs to be updated please submit a Statement of Change located on the above website under Forms and Fees. Select the appropriate version based on your entity type.

NOTICE: See Item # 5 for additional forms and fees required to be submitted with the Statement of Domestication.

WHAT IS A DOMESTICATION?

Domestication (moving from a different jurisdiction or home state to a new jurisdiction or home state) means a transaction authorized by AS 10.55.501-10.55.506, with the exception of the entities excluded under AS 10.55.110. Under this:

- A domestic (Alaskan) limited partnership may become a foreign (non-Alaskan) limited partnership in a foreign jurisdiction if the domestication is authorized by the law of the foreign jurisdiction.
- A foreign (non-Alaskan) limited partnership may become a domestic (Alaskan) limited partnership in this state if the domestication is authorized by the law of the foreign entity's jurisdiction of organization.

ITEM 1: Provide the domesticating (moving from) limited partnership name, the Alaska Entity Number (if applicable), and the jurisdiction (home state moving from). (Note: the entity type in Item #1 must match the entity type in Item #2.)

ITEM 2: Name of the domesticated (moving to) limited partnership (which will continue to conduct business in Alaska after the domestication) which must contain the words "limited partnership" without abbreviation, and the jurisdiction (home state moving to). (Note: the entity type in Item #2 must match the entity type in Item #1.)

If the domesticated entity is a domestic (Alaskan) limited partnership:

- The name of a limited partnership as set out in its certificate of limited partnership must contain without abbreviation the words "limited partnership";
- May not contain the name of a limited partner unless it is also the name of a general partner or the corporate name of a corporate general partners; or the business of the limited partnership had been carried on under that name before the admission of that limited partner.
- A name must be distinguishable upon the record. To search the availability of the legal name of the corporation in the State of Alaska go to the above website, click License Search, and select Search Corporations Database.

If the domesticated entity is a foreign (non-Alaskan) limited partnership:

- A foreign limited partnership may register with the department under any name, whether or not it is the name under which it is registered in its state of organization.
- The name of the foreign limited partnership must contain without abbreviation the words "limited partnership" and that could be registered by a domestic limited partnership.
- A limited partnership name must be distinguishable upon the record. To search the availability of the legal name of the corporation in the State of Alaska go to the above website, click License Search, and select Search Corporations Database.

NOTE: the name of the limited partnership in Item #2 on the Statement of Domestication must match either Item #1 on the Certificate of Partnership or Item #1 on the Certificate of Registration attached to this filing.

ITEM 3: (Optional) The future effective date of domestication, if different from date of filing, must be a specific future date and cannot exceed 90 days from date of filing. Future effective date (mm/dd/yyyy format).

ITEM 4: This statement is required by statute. Please read through and verify.

ITEM 5: Choose only one option.

If the domesticated entity will be a foreign (non-Alaskan) limited partnership, which will continue to conduct business in Alaska after the domestication, then the *Certificate of Registration of Foreign LP* (form 08-517) must be completed and attached, along with the \$150.00 filing fee.

-OR-

If the domesticated entity will be a domestic (Alaskan) limited partnership, which will continue to conduct business in Alaska after the domestication, then the *Certificate of Limited Partnership* (form 08-508) must be completed and attached, along with the \$150.00 filing fee.

NOTE – Registered Agent: If the domesticating (moving from) limited partnership (listed in Item #1 on the Statement of Domestication) has an Alaska Entity Number (currently on record with this division), then the registered agent for the domesticated (moving to) limited partnership (listed in Item #2 on the Statement of Domestication) is the same agent currently on record for the domesticating limited partnership. The registered agent information may only be updated via a Statement of Change Registered Agent form. The non-refundable filing fee for a Statement of Change is \$25. The Statement of Change may be filed in conjunction with this Statement of Domestication. The form can be found online at the above website select Forms and Fees.

ITEM 6: The Statement of Domestication must be signed on behalf of the domesticating (moving from) entity (listed in Item #1 above) in the following manner:

- If the domesticating entity is a corporation, it must be signed by an officer of the corporation.
- If the domesticating entity is not a corporation, it must be signed by the person authorized by the entity.
- If the domesticating entity is in the hands of a receiver, trustee, or other court-appointed fiduciary, it must be signed by the fiduciary.

If the domesticating entity is currently on record with this division (has an AK Entity Number) and the signer is an official of the entity then the signer must be currently on record with this division.

Provide the printed name of the signer, the full title/capacity of the authorized signer, the name of the business corporation that the individual is representing, and signature of the individual authorized to sign.

NOTE - Signatures:

Per AS 10.55.609, persons who sign documents to be filed with the commissioner that are known by the person to be false in material respects are guilty of a class A misdemeanor.

NOTE: Plan of Domestication –OR- Statement of Domestication

Do not send both together. Submit either the Statement of Domestication **OR** the plan of domestication that is signed on behalf of all entities and contains all the information required to be in the Statement of Domestication and is delivered to the Division for filing after the plan has been adopted and approved by all merging entities. Sending both the plan of domestication and the Statement of Domestication together may cause delays in processing time.

IMPORTANT: Changing Officials

If the Statement of Domestication results in the change of an official, officer, director, shareholder, member, manager and/or percent owned then the domesticated (moving to) entity (listed in Item #2 on the Statement of Domestication) must file a notification of changing officials with this division.

- A Notice of Change of Officials must be filed in the manner and time prescribed in AS 10.06.813, 10.20.631, 10.50.765, or AS 32.11.020(d).
- In the case of a Limited Partnership: a domestic Limited Partnership must file an Amended Certificate of Limited Partnership and for a foreign Limited Partnership must file a Certificate of Correction in the manner and time prescribed in AS 32.11.020(d).

The appropriate form can be found online at the above website and select Forms and Fees. The notification form may be filed in conjunction with the Statement of Domestication. The filing fee is \$25.

SUBMITTAL: Please submit forms and payment together.

- See Item # 5 for additional forms and fees required to be submitted with the Statement of Domestication.
- If a notification of officials changing is filed in conjunction with the Statement of Domestication; please include the appropriate form and filing fee.
- Mail the Statement of Domestication (form 08-598) and the \$25.00 non-refundable filing fee in U.S. dollars to:
 - State of Alaska, Corporations Section, PO Box 110806, Juneau, AK 99811-0806
- If faxing the form please include the Credit Card Payment form with the appropriate fees.
- Do not email forms or payment.

STANDARD PROCESSING TIME for complete and correct applications submitted to this office is approximately 10-15 business days. All applications are reviewed in the date order they are received.

IMPORTANT:

This form is to be used only if the domesticated limited partnership (listed in Item #2 on the Statement of Domestication) will continue to be doing business in Alaska. If the domesticated limited partnership will not be doing business in Alaska, you must use form 08-601, A Domestic (Alaskan) Entity Domesticating to an Unqualified Foreign (Non-Alaskan) Entity Not Conducting Business in Alaska.

ADDITIONAL RESOURCES:

Professional Licensing Section:

For information regarding what professions require a professional license, statutes, how to obtain a professional license, and/or the expiration date if you already have a professional license, visit the Professional Licensing website at <http://commerce.alaska.gov/cbpl/pl>.

NOTICE: if a professional license is owned by an entity and there is a change in the entity then the professional license may be impacted. Contact the appropriate professional licensing examiner.

Business Licensing Section:

For the privilege of engaging in a business in the State of Alaska, a business license is required for a new entity. For information regarding business licenses, statutes, and how to obtain a business license, visit the Business Licensing website at <http://commerce.alaska.gov/cbpl/bl>.

NOTE: a change in the ownership of a business license requires a new business license.

Alaska Corporate Net Income Tax:

Every corporation earning gross income from sources within the state, except for those corporations that are specifically exempted, must file a corporation net income tax return. Contact the Alaska Department of Revenue, Tax Division, PO Box 110420, Juneau, Alaska, 99811-0420, telephone number (907) 465-2320 for more information.



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STATEMENT OF DOMESTICATION

Specifically For

**A Limited Partnership which will continue to conduct Business in Alaska
as a qualified (on record with the division) Limited Partnership**

Under the Alaska Entity Transactions Act AS 10.55.505

\$25.00 Filing Fee (non-refundable) (\$25 Corp Fee)

NOTICE: See Item # 5 for additional forms and fees required.

Pursuant to the provisions of Alaska Statutes 10.55.505, excluding entities stated in AS 10.55.110, a domestic (Alaskan) limited partnership, which will continue to conduct business in Alaska, may domesticate (move from one jurisdiction to a different jurisdiction) to a foreign (non-Alaskan) jurisdiction, or a foreign (non-Alaskan) limited partnership, which will continue to conduct business in Alaska, may domesticate to Alaska by submitting the following statement.

ITEM 1: Name of the domesticating (moving from) limited partnership: _____ Alaska Entity # (if applicable): _____

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State of Domicile or Jurisdiction (moving from): _____

Type of Entity: _____

	Limited Partnership
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ITEM 2: Name of the domesticated (moving to) limited partnership (which will continue to conduct business in Alaska after the domestication) must contain the words "limited partnership" without abbreviation. (Note: the name of the limited partnership in Item #2 on the Statement of Domestication must match either Item #1 on the Certificate of Partnership or Item #1 on the Certificate of Registration attached to this filing.):

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State of Domicile or Jurisdiction (moving to): _____

Type of Entity: _____

	Limited Partnership
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Statement of Domestication: Limited Partnership continuing to conduct business in AK

ITEM 3: (Optional) The future effective date of domestication, if different from date of filing, must be a specific future date and cannot exceed 90 days from date of filing. Future effective date (mm/dd/yyyy format):
____/____/____.

ITEM 4:

If the domesticating (moving from) entity is a domestic (Alaskan) limited partnership, the domestication (moving from Alaska) has been approved in accordance with AS 10.55.501-10.55.506.

-OR-

If the domesticating (moving from) entity is a foreign (non-Alaskan) limited partnership, the domestication has been approved by the domesticating foreign entity in accordance with the laws of its jurisdiction of organization.

ITEM 5: Only one of the following will apply; choose one and attach the appropriate form and fees.

If the domesticated entity is a foreign (non-Alaskan) limited partnership, which will continue to conduct business in Alaska after the domestication, then the *Certificate of Registration of Foreign LP* (form 08-517) must be completed and attached, along with the \$150.00 filing fee.

-OR-

If the domesticated entity is a domestic (Alaskan) limited partnership, which will continue to conduct business in Alaska after the domestication, then the *Certificate of Limited Partnership* (form 08-508) must be completed and attached, along with the \$150.00 filing fee.

NOTE – Registered Agent: If the domesticating (moving from) limited partnership (listed in Item #1 on the Statement of Domestication) has an Alaska Entity Number (currently on record with this division), then the registered agent for the domesticated (moving to) limited partnership (listed in Item #2 on the Statement of Domestication) is the same agent currently on record for the domesticating limited partnership. The registered agent information may only be updated via a Statement of Change Registered Agent form. The non-refundable filing fee for a Statement of Change is \$25.

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- If the domesticating entity is not a corporation, it must be signed by the person authorized by the entity.
- If the domesticating entity is in the hands of a receiver, trustee, or other court-appointed fiduciary, it must be signed by the fiduciary.

If the domesticating entity is currently on record with this division (has an AK Entity Number) and the signer is an official of the entity then the signer must be currently on record with this division.

Provide the printed name of the signer, the full title/capacity of the authorized signer, the name of the business corporation that the individual is representing, and signature of the individual authorized to sign.

Signature	Printed Name	Title and entity that is represented	Date

NOTE - Signatures:

Per AS 10.55.609, persons who sign documents to be filed with the commissioner that are known by the person to be false in material respects are guilty of a class A misdemeanor.

Statement of Domestication: Limited Partnership continuing to conduct business in AK

IMPORTANT: Changing Officials

If the Statement of Domestication results in the change of an official, officer, director, shareholder, member, manager and/or percent owned *then* the domesticated (moving to) entity (listed in Item #2 on the Statement of Domestication) *must* file a notification of changing officials with this division in the manner and time prescribed in AS 32.11.020(d). The notification of officials changing maybe filed in conjunction with the Statement of Domestication.

SUBMITTAL: Please submit forms and payment together.

- See Item # 5 for additional forms and fees required to be submitted with the Statement of Domestication.
- If a notification of officials changing is filed in conjunction with the Statement of Domestication; please include the appropriate form and filing fee.
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CONTACT INFORMATION SHEET

Please return this document with your filing. This information may be used by the division to assist with processing the attached filings. (NOTE: this form will not be filed for record or appear online.)

ENTITY NAME as it appears on this filing:

Alaska Entity #:

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QUESTIONS/PROBLEMS - The division may send any problems regarding this filing to:

Company:		
ATTN:		
Mailing Address:		
City:	State:	Zip Code:
Phone:	Email:	

FILED DOCUMENTS – Documents filed for record pertaining to this filing may be sent to:

Check this box if you want filed for record documents returned to the address listed above.

If you want the filed for record documents sent to a different address, please complete the following:

Company:		
ATTN:		
Mailing Address:		
City:	State:	Zip Code:

SUBMITTAL: Please submit forms and payment together.

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Contact Information Sheet



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FOR DIVISION USE ONLY

State of Alaska
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PO Box 110806, Juneau, AK 99811
Phone: (907) 465-2550

Credit Card Payment Form

All major credit cards are accepted. For security purposes, do not email credit card information. Include this credit card payment form with your application.

Name of Applicant or Licensee: _____

Program Type: _____ License Number (if applicable): _____

I wish to make payment by credit card for the following (check all that apply):

AMOUNT

Application Fee: _____

License or Renewal Fee: _____

Other (name change, wall certificate, fine, duplicate license, exam, etc.):

1. _____

2. _____

TOTAL: _____

Name (as shown on credit card): _____

Mailing Address: _____

Phone Number: _____ Email (optional): _____

Signature of Credit Card Holder: _____

08-4438

Rev 12/26/18

Credit Card Payment Form (all major cards accepted)

CREDIT CARD INFO: Your payment cannot be processed unless all fields are completed!

<p>1. Account Number: _____</p> <p>2. Expiration Date: _____</p> <p>3. Billing ZIP Code: _____</p> <p>4. Security Code: _____</p>	<p>All four fields MUST be completed!</p> <p>This section will be destroyed after the payment is processed.</p>
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