

## **What are the requirements of the Limited Liability Company Law and Partnership Law?**

The Limited Liability Company Law and Partnership Law include provisions regarding the publication required upon the formation or authorization of domestic and foreign limited liability companies, limited partnerships and limited liability partnerships (hereinafter referred to as “limited liability entities”). The applicable statutory provisions should be consulted prior to publishing.

A limited liability company that is theatrical production company is exempt from the publication requirements provided the words “limited liability company” appears in its names. Also, a limited partnership that is theatrical production company is exempt from the publication requirements provided the words “limited partnership” appears in its name. See Section 23.03 of the Arts and Cultural Affairs Law.

Publication must be done once a week for six successive weeks in two newspapers in the county in which the office of the limited liability entity is located. One newspaper must be “printed daily” and the other “printed weekly”. The newspapers must be designated by the County Clerk.

The printer or publisher of each newspaper will provide you with an Affidavit of Publication. A Certificate of Publication, with the Affidavits of Publication annexed thereto, must be filed with the Department of State, Division of Corporations, One Commerce Plaza, 99 Washington Avenue, Suite 600 Albany, NY 12231. The fee for filing the Certificate of Publication is \$50.00. The Certificate of Publication forms are available on the Department of State’s website at [www.dos.ny.gov](http://www.dos.ny.gov).

Limited liability entities that are formed or authorized to do business in New York after June 1, 2006, which fail to comply with the publication requirements within 120 days after their formation or qualification will have their authority to carry on, conduct or transact any business suspended.

Note that at any time following the suspension of a limited liability entity’s authority to carry on, conduct or transact business, the limited liability entity may file the certificate of publication with the affidavits of publication of the newspapers annexed thereto, at which time the suspension of such limited liability entity’s authority to carry on, conduct or transact business shall be annulled.