

UPDATE FROM THE OFFICE OF THE SECRETARY OF STATE

Presented At:
32nd Annual LLCs, LPs and Partnerships
The University of Texas School of Law CLE
July 13-14, 2023
Austin, Texas

Materials Prepared By:
Carmen Flores
Updated By:
Chase A. Howell, Managing Attorney
Texas Secretary of State

Presented By:
Chase A. Howell
Managing Attorney
Texas Secretary of State



The Texas Business Landscape

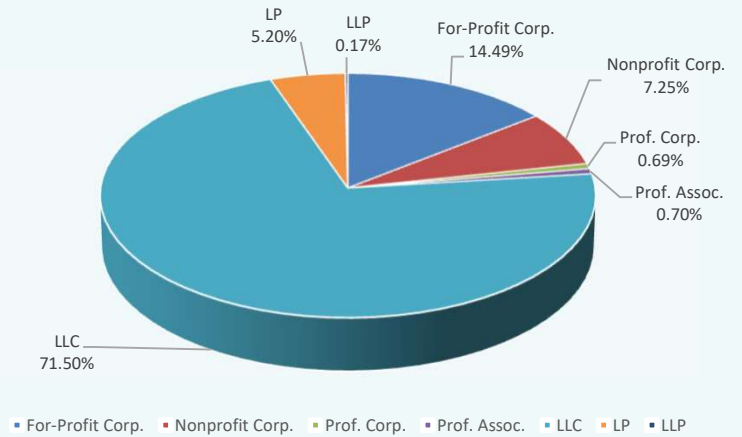
Domestic Entity	CY 2020	CY 2021	CY 2022
For-Profit Corporations	22,255	25,102	23,083
Nonprofit Corporations	13,799	14,259	14,445
Professional Corporations	518	565	662
Professional Association	268	254	227
Limited Liability Companies	257,292	350,146	351,055
Limited Partnerships	4,134	5,722	4,636
Total	298,266	396,048	394,108



Business Entity Census—June 1, 2023

For-Profit Corp.	347,649
Nonprofit Corp.	174,180
Prof. Corp.	16,547
Prof. Assoc.	16,853
LLC	1,715,476
LP	124,799
LLP	4,158

Active Domestic Entity Records



3

Practice Tips from the Filing Office



Common Filing Errors
and checklists on how to avoid them



4

Tip for General Partners of Texas LPs

When amending the Certificate of Formation/Registration to evidence a change to the name of a domestic/foreign entity that is named as the GP of a Texas LP, the SOS does not:

- Review the records to determine whether the entity is the named GP of a Texas LP
- Update the records of the Texas LP to reflect/reference the new name of the GP

To ensure the record of the LP remains accurate/correct, file a Certificate of Amendment to the LP's Certificate of Formation.



Practice Tip for LPs Registered as LLPs

LLP registration record is shown as an “associated entity” with respect to the LP record (and vice-versa). However, each one is a separate filing record that maintains its own status.

When a domestic LP files an instrument that impacts the LP's existence, the LLP registration of the LP is not updated to reflect the filing of the instrument.

Consider filing a withdrawal of the LLP registration record when the existence of the underlying LP ceases due to a termination, merger, or conversion.



Find the full text of this and thousands of other resources from leading experts in dozens of legal practice areas in the [UT Law CLE eLibrary \(utcle.org/elibrary\)](https://utcle.org/elibrary)

Title search: Update from the Office of the Secretary of State

Also available as part of the eCourse

[2023 LLCs, LPs and Partnerships eConference](#)

First appeared as part of the conference materials for the

32nd Annual LLCs, LPs and Partnerships session

"Secretary of State Update"