

UPDATE FROM THE OFFICE OF THE SECRETARY OF STATE

Presented At:
33rd Annual LLCs, LPs and Partnerships
The University of Texas School of Law CLE
July 11-12, 2024
Austin, Texas

Materials Prepared Initially by:
Carmen Flores
Updated by:
Melissa L. Clark, David R. Eskew, & Skyler D. Parks
Staff Attorneys, Business & Public Filings Division
Texas Secretary of State

Presented by:
David R. Eskew
Staff Attorney
Business & Public Filings Division
Texas Secretary of State



The Texas Business Landscape

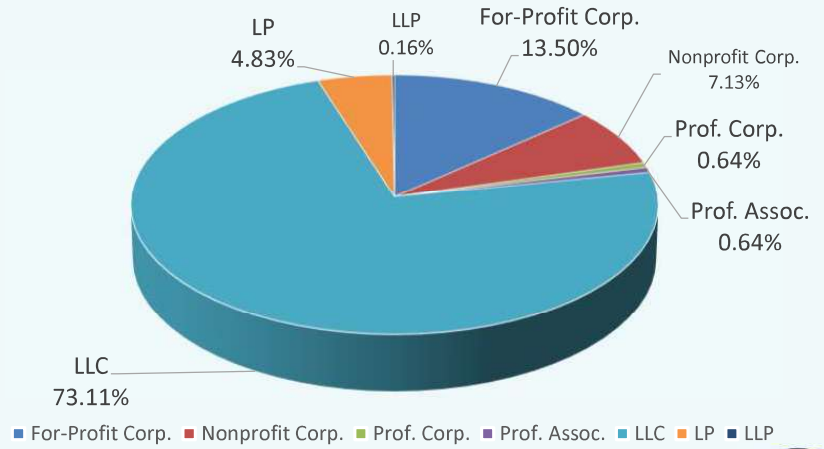
Domestic Entity Type	CY 2021	CY 2022	CY 2023
For-Profit Corporations	25,102	23,083	21,798
Nonprofit Corporations	14,259	14,445	15,983
Professional Corporations	565	662	643
Professional Association	254	227	215
Limited Liability Companies	350,146	351,055	365,416
Limited Partnerships	5,722	4,636	3,865
Total	396,048	394,108	407,920



Business Entity Census—June 1, 2024

Active Domestic Entity Records

For-Profit Corp.	342,771
Nonprofit Corp.	181,174
Prof. Corp.	16,233
Prof. Assoc.	16,280
LLC	1,856,584
LP	122,561
LLP	4,008



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

[2024 Case Law and Secretary of State Updates for LLCs, LPs, and Partnerships](#)

First appeared as part of the conference materials for the

33rd Annual LLCs, LPs and Partnerships session

"Secretary of State Update"