

MEMORANDUM

TO: Lucy Grelle

From: Harry Haynsworth

Date: July 30, 2015

Re: Proposed Changes in the Unincorporated Business Entity Acts

Since the last set of changes in the acts in February, 2015, we have received several suggestions for additional changes, most of which are misspellings or extra periods and the like, from West Publishing Co., which is preparing all the acts for publication in the Uniform Acts Annotated, and from other sources. The changes that need to be made in the acts are:

1. UBOC Section 1-102(8), comment **"Domestic."** [8] line 8- change "principle" to "principal." The same change needs to be made in the Hub and a search needs to be made in all the acts for "principal office" so that each time the term is used "principal" is spelled correctly.
2. UBOC Section 3-401, comment **Subsection (h)** paragraph 4 line 7 delete "require."
3. UBOC Section 3-806(f) and (g) delete subsection (f) and (g) is renumbered (f).
4. UBOC Section 4-102, comment **"Partnership agreement"[(a) 9]**, sixth paragraph, line 9, change "limiter" to "limited."
5. UBOC Section 4-201(d)(1) at the end delete the colon and insert a semi-colon.
6. UBOC Section 4-409, comment **Subsection (d)**, paragraph 4, line 8 delete "1" and line 10 insert a parentheses after loyalty."
7. UBOC Section 6-1404(c) line 2, delete "f" in the word "cofoperative."
8. Hub (Article 1of the UBOC) Section 1-102—See 1 above.
9. ULPA Section 102-see 4 above.
10. ULPA Section 201(d)(1)-see 5 above.
11. ULPA Section 409, comment **Subsection (d)** paragraph 4, line 8, delete "1."
12. ULPA Section 810(e) and (f) delete (e) and renumber (f) as (e).
13. UPA Section 401-see 2 above.
14. UPA Section 402 comment **Subsection (b)(3)**, delete "a" at the end of line 5.
15. UPA Section 806(f) and (g)- see 3 above.
16. UUNAA Section 15(a)(5), delete "29" and replace with "31."
17. ULCAA Prefatory Note page 10 line 2, delete the extra period after "(2005).
18. ULCAA Section 605, line 2 of the last paragraph of the comment, add a space between "Amended" and "2013."
19. ULCAA Section1502 comment **Subsection (b)** change the first word of the penultimate line of the first paragraph from "dendant" to "defendant."
20. ULCCA Section 1601 comment **Type of Entity [38]**, insert a space On line 7 after the period and the net sentence.
21. ULCAA Section 1623 comment **Subsection (a)** delete the period after "-".

Two other topics we discussed are: (1) consistent indentation of the examples in the comments and the best way to indicate that Article 9 (the Model Business Corporation Act) and Article 10 (The Model Nonprofit Corporation Act) are Reserved in the Hub, etc. These are style issues and the final decision on these issues needs to be communicated to West.