

## Before You Begin

Please consider applying online at [Ontario.ca/BusinessRegistry](https://Ontario.ca/BusinessRegistry) because it is better, easier and faster for you. Benefits of applying online include: a faster response, getting immediate notice that your application is received, option to use a debit or credit card and being able to check the progress of your application online.

If you prefer to complete this form, you must complete it on a computer. The form is dynamic – it changes depending on how you answer questions. You can save the form but can't print it until you complete all mandatory fields – they are marked with an asterisk (\*).

If you want to form a limited partnership in Ontario, you must file a declaration under the *Limited Partnerships Act* (LPA). If a limited partnership that was formed outside Ontario wishes to carry on business in Ontario, it must also file a declaration under the LPA.

Limited partnerships are not incorporated and are subject to the LPA and other applicable laws. They typically consist of at least one general partner who has liability for all debts and obligations of the firm, and one or more limited partners who have limited liability up to the amount that they contribute or agree to contribute to the limited partnership.

This form may be completed to form an Ontario Limited Partnership or register an Extra-Provincial Limited Partnership.

Before you file your declaration, you can search the ministry's records to see if the name of your firm is already being used by another partnership and where that firm is located. For more information about searching the public record or filing a declaration, please see the [applicable Notice](#).

## Information You Need

Before completing this form, please make sure that you have the following information ready.

1. Administrative information for the contact person (name, telephone number and email address). **This will not be shown on the public record.**
2. Firm name.
3. North American Industry Classification System (NAICS) primary activity code. For more information on NAICS code visit [NAICS](#) link.
4. Official email address. **This will not be shown on the public record.**
5. Address of the principal place of business.
6. Number of general partner(s) and information on general partners (e.g., name, address for service, etc.).
7. Governing jurisdiction, in the case of an extra-provincial limited partnership.
8. Power of attorney information, in the case of an extra-provincial limited partnership.
9. Fee of \$210.00. Make the cheque payable to the Minister of Finance. There is a service charge payable for any bounced cheques.

## Completing the Form

### Entity Type

Select whether you are an Ontario Limited Partnership or an Extra-Provincial Limited Partnership from the drop-down list of entity types.

### Contact Information

Enter the full name, telephone number and email address of the contact person. This will not be shown on the public

record. The ministry will contact this person for any questions related to this application. Documents related to this application will be sent to the contact person's email address.

## **Firm Name**

It is your responsibility to make sure that your firm name is in accordance with the requirements of the LPA and the regulations. Please see the applicable Notice for the specific rules and restrictions on partnership names under the LPA. You may also need to obtain consent(s) to the use of the firm name if required. If you register a name that is contrary to the LPA and the regulations, the name may be subject to compliance action.

## **Governing Jurisdiction**

If you are an Ontario limited partnership, you do not need to indicate the governing jurisdiction.

If you are an extra-provincial limited partnership formed in a jurisdiction outside Ontario or outside Canada, you must indicate the governing jurisdiction where the partnership was formed. Click the drop-down box and select the country. If you select Canada, also indicate the province; if United States, indicate the state.

## **Primary Activity Code**

Your primary activity is the main activity being carried out under the firm name.

NAICS is the North American Industry Classification System. Please refer to the NAICS link and select the code that best describes the main activity of your business and then set out in this form your primary activity code from the link. The NAICS activity code is a 2 to 6 digit number that corresponds to a business's primary activity. You must select the code that best describes the main activity of your business. For example, a code for a hair salon could be "812116 – unisex hair stylist shops". The NAICS code is required under the *Business Names Act and Limited Partnerships Act* and appears on the public record for filings made under those Acts.

## **Official Email Address**

An official email address is required for administrative purposes and must be kept current. All official documents or notices and correspondence to the partnership that is the subject of this filing will be sent to this email address. Also, the ministry will return applications that are not properly completed to this email.

## **Address of Principal Place of Business**

If you are an Ontario limited partnership, enter your principal place of business in Ontario.

If you are an extra-provincial limited partnership and if you have a principal place of business in Ontario, select Yes to the question. Then indicate your principal place of business in Ontario. Otherwise, select No and indicate your principal place of business **outside** Ontario.

## **General Partners**

You must enter the number of general partners. The partnership is required to have at least one general partner. The general partner could be an individual, corporation, or registered entity (any registration with a BIN) or an 'other' entity.

If the general partner is an individual, the full name and address for service must be set out.

If the general partner is a corporation or registered entity, set out its name and OCN or BIN, as applicable.

If the general partner is an 'other entity', set out the name of the entity and the address for service.

## **Power of Attorney**

An **extra-provincial limited partnership** formed in a jurisdiction outside Canada that carries on business in Ontario must execute a power of attorney. Also, an extra-provincial limited partnership formed in a jurisdiction within Canada that carry on business in Ontario **but do not have a place of business in Ontario**, must execute a power of attorney.

The power of attorney must be executed to appoint a person resident in Ontario or a corporation having its head or registered office in Ontario to be the extra-provincial limited partnership's attorney and representative.

Check the box to confirm that you have this power of attorney. The attorney and representative in Ontario shall keep the executed power of attorney available for inspection at the address set out in the declaration.

If the attorney and representative is an individual, set out the full name and address for service in Ontario.

If the attorney and representative is a corporation or registered entity (any registration with a BIN), set out its name and OCN or BIN, as applicable, and the address for service in Ontario and the full name and position of the person representing the corporation or registered entity.

If the attorney and representative is an 'other' entity, provide the name and address for service in Ontario of the entity and the full name and position of the person representing the 'other' entity.

## **Authorization**

The contact person must confirm that the form has been signed by the required person.

## **Signature**

The form must bear the signatures of all the general partners. The name(s) of the general partners that have been entered in the form will automatically appear in the first column of the signature section. If the general partner is an individual, the full name will appear. If the general partner is a corporation, partnership or other entity, the name will appear.

If the partner is a corporation and a director or officer is signing on behalf of the corporation, set out the full name of the director or officer and their position in the second column.

If the partner is a partnership, set out the full name and position of the partner signing on behalf of the partnership. You may enter 'partner' as the position in the second column.

If the partner is an 'other' entity, set out the full name and position of the person signing on behalf of the entity in the second column.

If an attorney is signing on behalf of the partner, set out the full name of the attorney and indicate 'attorney' as the position in the second column.

Please ensure that the form is signed by all required person(s) in the third column before mailing the form.

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## **Submitting the Form**

Once you have completed the form, print it, obtain the appropriate signature, and mail it to the ministry at the address below with your exact payment.

Ministry of Government and Consumer Services  
Central Production and Verification Services Branch  
393 University Avenue, Suite 200  
Toronto, Ontario M5G 2M2

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## **Returned Application**

If your application is handwritten, missing the required payment or email addresses, or if the wrong form is used, it will not be processed and will be returned to you by regular mail. You may resubmit by regular mail in this case.

However, if the form is missing any other required information or has not been properly completed, it will be returned electronically for correction to the email address provided on the form. To resubmit the application, you will be provided with a link to the electronic business registration system, where you must complete the transaction electronically. When you resubmit the application, it is your responsibility to review the entire application, and to ensure that all data is accurate and meets all requirements. You are also responsible for obtaining the required signatures when prompted during the electronic transaction. No additional fee will be charged.

The effective date of a returned application that is resubmitted to the ministry will be the date an application acceptable for filing is processed by the ministry. For details, please see the applicable Notice.

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## **Successful Application**

Whether you applied electronically or by mail, after the ministry receives your application and it is successfully

processed, you will receive official documents by email including a payment receipt if applicable and a company key if one has not already been assigned to the entity. For more information on the documents, please see the applicable Notice.

These documents will be sent to the official corporation or entity email provided and to the contact person specified, except for the company key, if applicable, which is sent only to the official email.

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## Questions

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After reading these detailed instructions and the applicable Notice, if you still have questions, visit [Ontario.ca/BusinessRegistry](https://Ontario.ca/BusinessRegistry) or contact us by [email](#). Alternatively, you may call ServiceOntario at:

- Telephone: 416-314-8880 or Toll-free: 1-800-361-3223
- TTY: 416-325-3408 or Toll-free TTY: 1-800-268-7095