

Limited Partnership Agreement (Sample for SMEs)

1. PARTIES

This Limited Partnership Agreement ("Agreement") is entered into on this ____ day of _____, 20____, by and between:

- **General Partner:** _____ with principal office at _____.
- **Limited Partner:** _____ with principal office at _____.

2. NAME AND PURPOSE

The Limited Partnership shall operate under the name _____ ("Partnership"), and its principal purpose is to _____.

3. CONTRIBUTIONS

The Partners agree to contribute the following to the Partnership:

- **General Partner:** \$_____ or in-kind: _____
- **Limited Partner:** \$_____ or in-kind: _____

4. PROFITS AND LOSSES

Profits and losses shall be allocated as follows:

- **General Partner:** _____%
- **Limited Partner:** _____%

5. MANAGEMENT

The General Partner shall have full authority to manage and control the business of the Partnership. The Limited Partner shall not participate in management.

6. TERM

This Agreement shall continue until terminated by mutual agreement or as otherwise provided herein.

7. TERMINATION

The Partnership may be dissolved upon the occurrence of any of the following:

- Mutual agreement of the Partners
- Bankruptcy or insolvency of a Partner
- Any cause in accordance with applicable law

8. MISCELLANEOUS

This Agreement shall be governed by the laws of _____.

Any amendments must be in writing and signed by both Partners.

General Partner

Date: _____

Limited Partner

Date: _____