

# Limited Partnership Contract

This **limited partnership contract** sample template provides a clear and comprehensive framework for establishing roles, responsibilities, and profit-sharing between partners. It ensures legal compliance and outlines essential terms for smooth business operations. Use this template to create a binding agreement tailored to your partnership needs.

## 1. Parties

This Limited Partnership Agreement ("Agreement") is made and entered into as of [Date], by and between:

- **General Partner:** [General Partner Name], having an address at [General Partner Address]
- **Limited Partner:** [Limited Partner Name], having an address at [Limited Partner Address]

## 2. Name and Business

The partnership shall operate under the name of [Partnership Name] and shall engage in the business of [Business Description].

## 3. Term of Partnership

The partnership shall commence on [Start Date] and shall continue until dissolved in accordance with this agreement.

## 4. Capital Contributions

- **General Partner:** [\$[Amount]]
- **Limited Partner:** [\$[Amount]]

## 5. Profit and Loss Allocation

Profits and losses of the partnership will be allocated as follows:

- General Partner: [Percentage or Ratio]
- Limited Partner: [Percentage or Ratio]

## 6. Duties and Authority

- **General Partner:** Shall have full authority to manage the business and affairs of the partnership.
- **Limited Partner:** Shall not participate in the control of the business and shall have no authority to act for or bind the partnership, except as provided by law.

## 7. Management Fees and Compensation

[Describe any management fees or compensation agreements]

## 8. Withdrawal, Resignation, or Death

[Outline terms for withdrawal, resignation, retirement, or death of a partner]

## 9. Dissolution

The partnership may be dissolved upon the occurrence of any of the following: [List events].

## 10. Governing Law

This Agreement shall be governed by and construed in accordance with the laws of [State/Country].

## 11. Signatures

IN WITNESS WHEREOF, the parties have executed this Limited Partnership Agreement as of the date first written above.

\_\_\_\_\_  
General Partner

\_\_\_\_\_  
Date

Limited Partner	Date
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