

*The
Business Names
Registration
(Designated
Extraprovincial
Limited
Partnerships)
Regulations*

being

[Chapter B-11 Reg 2](#) (effective July 1, 2013).

NOTE:

This consolidation is not official. Amendments have been incorporated for convenience of reference and the original statutes and regulations should be consulted for all purposes of interpretation and application of the law. In order to preserve the integrity of the original statutes and regulations, errors that may have appeared are reproduced in this consolidation.

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CHAPTER B-11 REG 2
The Business Names Registration Act

PART I
Preliminary Matters

Title

1 These regulations may be cited as *The Business Names Registration (Designated Extra-provincial Limited Partnerships) Regulations*.

Interpretation

2 In these regulations:

- (a) **“Act”** means *The Business Names Registration Act*;
- (b) **“agreement”** means an agreement pursuant to section 21.6 of the Act;
- (c) **“business day”** means a day other than a Saturday, Sunday or holiday;
- (d) **“designated extra-provincial limited partnership”** means an extra-provincial limited partnership designated pursuant to subsection 3(3) or (4);
- (e) **“designated extra-provincial registrar”** means an extra-provincial registrar designated pursuant to subsection 3(1) or (2);
- (f) **“home jurisdiction”**, with respect to a designated extra-provincial limited partnership, means the jurisdiction in which the designated extra-provincial limited partnership is registered;
- (g) **“registered limited partnership”** means a limited partnership that is registered in the jurisdiction of a designated extra-provincial registrar.

5 Jly 2013 cB-11 Reg 2 s2.

PART II
Designations

Designations

3(1) The Registrar of Companies appointed pursuant to the *Business Corporations Act* (British Columbia) is designated as an extra-provincial registrar to which these regulations apply.

(2) The Registrar of Corporations appointed pursuant to the *Business Corporations Act* (Alberta) is designated as an extra-provincial registrar to which these regulations apply.

(3) Extra-provincial limited partnerships that are limited partnerships as defined in the *Partnership Act* (British Columbia) are designated as extra-provincial limited partnerships to which these regulations apply.

(4) Extra-provincial limited partnerships that are limited partnerships within the meaning of the *Partnership Act* (Alberta) are designated as extra-provincial limited partnerships to which these regulations apply.

5 Jly 2013 cB-11 Reg 2 s3.

PART III Saskatchewan Limited Partnerships

Registration in jurisdiction of designated extra-provincial registrar

4(1) A limited partnership shall comply with these regulations with respect to the limited partnership's application for registration in the jurisdiction of a designated extra-provincial registrar.

(2) An application pursuant to subsection (1) must be accompanied by the information, documents and fees required pursuant to the legislation of the jurisdiction of the designated extra-provincial registrar.

5 Jly 2013 cB-11 Reg 2 s4.

Maintaining registration

5(1) A registered limited partnership shall comply with these regulations with respect to extra-provincial matters in the jurisdiction of a designated extra-provincial registrar in which the registered limited partnership is registered.

(2) In meeting a requirement pursuant to subsection (1), a registered limited partnership must provide the information, documents and fees required pursuant to the legislation of the jurisdiction of the designated extra-provincial registrar.

5 Jly 2013 cB-11 Reg 2 s5.

Applications, information and documents

6(1) An application and any information and documents submitted by a limited partnership pursuant to section 4 or by a registered limited partnership pursuant to section 5, as the case may be, must be in the form, including an electronic format, if any, established by the registrar.

(2) If the registrar has not established an electronic format mentioned in subsection (1), an application, information and documents mentioned in subsection (1) must comply with section 5 of *The Business Names Registration Regulations*.

(3) If the registrar considers that an application, information or a document submitted pursuant to these regulations contains extraneous information, the registrar may reject the application, information or document.

(4) On receipt of an application, information or documents pursuant to subsection 4(1) or section 5, the registrar shall promptly compile any information and documents from the registrar's records that the applicable agreement requires the registrar to provide to the designated extra-provincial registrar.

(5) In accordance with the applicable agreement, the registrar shall transmit to the designated extra-provincial registrar:

- (a) the information, documents and fees submitted to the registrar pursuant to these regulations; and
- (b) the information and documents compiled pursuant to subsection (4).

5 Jly 2013 cB-11 Reg 2 s6.

Provision of other information to designated extra-provincial registrar

7(1) If a registered limited partnership submits information or a document to the registrar pursuant to the Act, the registrar shall, if required by the applicable agreement:

- (a) transmit the information or document to the designated extra-provincial registrar; and
- (b) take any other action respecting the information or document that is specified in the applicable agreement.

(2) If the registrar takes action with respect to a registered limited partnership pursuant to the Act, the registrar shall, if required by the applicable agreement:

- (a) transmit to the designated extra-provincial registrar information respecting the action taken; and
- (b) take any other action respecting the information that is specified in the applicable agreement.

(3) The registrar may act pursuant to subsection (1) or (2) whether or not the registered limited partnership has submitted information or documents pursuant to section 5.

5 Jly 2013 cB-11 Reg 2 s7.

PART IV

Designated Extra-provincial Limited Partnerships

Registrations and filings of designated extra-provincial limited partnerships

8 A designated extra-provincial limited partnership shall not apply for registration or submit information or documents for filing pursuant to Part III of the Act except in accordance with these regulations.

5 Jly 2013 cB-11 Reg 2 s8.

Registration

9(1) A designated extra-provincial limited partnership may apply to the registrar to be registered pursuant to Part III of the Act.

(2) For the purposes of these regulations, if a designated extra-provincial limited partnership is required to submit an application or any information, documents or fees to a designated extra-provincial registrar in the course of applying for registration to or maintaining a registration with the registrar in accordance with Part III of the Act and these regulations, any reference to a designated extra-provincial registrar is a reference to the registrar of that designated extra-provincial limited partnership's home jurisdiction.

(3) An application mentioned in subsection (1) must:

- (a) be submitted to the designated extra-provincial registrar; and
- (b) be accompanied by the following information and documents:
 - (i) the name reservation number issued by the registrar not more than 90 days before the date on which the name was reserved;
 - (ii) the address of the registered office of the designated extra-provincial limited partnership;
 - (iii) the appointment of the designated extra-provincial limited partnership's attorney, including the attorney's name and street address or legal land description, including Rural Municipality name and number.

(4) Subject to section 8 of the Act, if the registrar is satisfied that all of the information and documents necessary for a designated extra-provincial limited partnership to register pursuant to Part III of the Act have been received in the manner specified in the applicable agreement, the registrar shall:

- (a) file the information and documents; and
- (b) register the designated extra-provincial limited partnership and issue a certificate of registration for the designated extra-provincial limited partnership.

(5) Notice of the registration mentioned in clause (4)(b) is to be published in the Gazette.

5 Jly 2013 cB-11 Reg 2 s9.

Registered office

10(1) A designated extra-provincial limited partnership may specify the registered office in its home jurisdiction as the address of its registered office for the purpose of the register of limited partnerships maintained by the registrar.

(2) If a designated extra-provincial limited partnership that has specified the address of the registered office in its home jurisdiction as the address of the registered office in Saskatchewan ceases to have a registered office in its home jurisdiction, the address of the former registered office continues to be the address of the registered office in the records of the registrar until the registered office is changed in accordance with section 11.

5 Jly 2013 cB-11 Reg 2 s10.

Changes in registered office

11(1) If a designated extra-provincial limited partnership changes its registered office, it shall give notice of the change in registered office to the registrar by submitting the address of its new registered office to the designated extra-provincial registrar in accordance with that extra-provincial registrar's requirements.

(2) If the registrar is satisfied that all of the information and documents necessary for a designated extra-provincial limited partnership to change its registered office have been received in accordance with the applicable agreement, the registrar shall file the information and documents.

5 Jly 2013 cB-11 Reg 2 s11.

Attorney for service

12 For the purposes of being registered pursuant to section 9, every designated extra-provincial limited partnership shall:

(a) appoint an individual residing in Saskatchewan as its attorney for the purpose of receiving service of process in all actions and proceedings by or against the designated extra-provincial limited partnership within Saskatchewan and for the purpose of receiving all lawful notices; and

(b) declare that service of process with respect to any actions and proceedings and service of any notices on the attorney is legal and binding.

5 Jly 2013 cB-11 Reg 2 s12.

Changes in attorney

13(1) A designated extra-provincial limited partnership may appoint another attorney within Saskatchewan to replace the attorney formerly appointed.

(2) If a designated extra-provincial limited partnership replaces its attorney, it shall give notice of the change to the registrar by submitting the new attorney's name and street address or legal land description, including Rural Municipality name and number, to the designated extra-provincial registrar in accordance with that extra-provincial registrar's requirements.

(3) A designated extra-provincial limited partnership shall give notice of any of the following changes described in clauses (a) to (d) to the registrar by submitting the information, along with information mentioned in subsection (2) on the appointment of a new attorney, to the designated extra-provincial registrar in accordance with that extra-provincial registrar's requirements:

(a) if the attorney of the designated extra-provincial limited partnership ceases to reside in Saskatchewan or dies or resigns;

(b) if there is a change in the name or address of the attorney of the designated extra-provincial limited partnership;

(c) if there is a change in the business name of the designated extra-provincial limited partnership;

(d) if the appointment of the attorney of the designated extra-provincial limited partnership is revoked;

(e) if the power of attorney filed becomes invalid or ineffectual for any reason.

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- (4) If the registrar is satisfied that all of the information and documents necessary for a designated extra-provincial limited partnership to change its attorney pursuant to subsection (2) or (3) have been received in accordance with the applicable agreement, the registrar shall file the information and documents.
- (5) A resignation of an attorney is effective at the later of:
- (a) the time a written resignation is sent to the designated extra-provincial limited partnership; and
 - (b) the time specified in the written resignation.
- (6) The attorney shall give notice of the resignation by providing the information to the designated extra-provincial registrar in accordance with that extra-provincial registrar's requirements.

5 Jly 2013 cB-11 Reg 2 s13.

Service on designated extra-provincial limited partnership

- 14(1) A notice or document may be served on a designated extra-provincial limited partnership:
- (a) by leaving it at, or mailing it by registered mail or certified mail addressed to, the registered office of the designated extra-provincial limited partnership; or
 - (b) by leaving it at the office of, by mailing it by registered or certified mail addressed to or by personally serving any attorney of the designated extra-provincial limited partnership appointed pursuant to section 12 or 13.
- (2) A notice or document sent by registered mail to a designated extra-provincial limited partnership is deemed to have been received or served on the earlier of:
- (a) the day the intended recipient actually receives it; and
 - (b) five business days after it is sent.

5 Jly 2013 cB-11 Reg 2 s14.

Changes in name

- 15(1) If a designated extra-provincial limited partnership changes its name, it shall give notice to the registrar by submitting the change of name to the designated extra-provincial registrar in accordance with that extra-provincial registrar's requirements.
- (2) A notice mentioned in subsection (1) must include the name reservation number issued by the registrar not more than 90 days before the date on which the name was reserved.
- (3) Subject to section 8 of the Act, if the registrar is satisfied that all of the information and documents necessary for a designated extra-provincial limited partnership to change its name have been received in accordance with the applicable agreement, the registrar shall file the information and documents and issue a certificate of amendment.
- (4) Notice of the amendment is to be published in the Gazette.

5 Jly 2013 cB-11 Reg 2 s15.

Changes regarding general partners

16(1) A designated extra-provincial limited partnership shall give the registrar notice of:

- (a) a person becoming or ceasing to be a general partner; or
- (b) a change in the name or address of any of its general partners.

(2) A notice mentioned in subsection (1) must be submitted by providing the information to the designated extra-provincial registrar in accordance with that extra-provincial registrar's requirements.

(3) If the registrar is satisfied that all of the information and documents necessary for a designated extra-provincial limited partnership to change its general partner information have been received in accordance with the applicable agreement, the registrar shall file the information and documents and issue a certificate of amendment.

(4) Notice of the amendment is to be published in the Gazette.

5 Jly 2013 cB-11 Reg 2 s16.

Application to cancel registration

17(1) A designated extra-provincial limited partnership that ceases to carry on business in Saskatchewan may apply to cancel its registration.

(2) An application mentioned in subsection (1) must:

- (a) be submitted to the designated extra-provincial registrar; and
- (b) contain a statement that the designated extra-provincial limited partnership has ceased to carry on business in Saskatchewan.

5 Jly 2013 cB-11 Reg 2 s17.

Cancellation of designated extra-provincial limited partnership

18(1) The registrar may cancel a registration of a designated extra-provincial limited partnership:

- (a) if the designated extra-provincial limited partnership gives notice to cancel the registration signed by an authorized individual;
- (b) subject to subsection (2), if the registrar does not receive any document, information or fee required by this Act or the regulations;
- (c) if the designated extra-provincial limited partnership is not entitled to carry on business under the jurisdiction in which it was formed;
- (d) if all the limited partners cease to be limited partners;
- (e) if the designated extra-provincial limited partnership is dissolved; or
- (f) if the designated extra-provincial limited partnership is bankrupt within the meaning of the *Bankruptcy and Insolvency Act* (Canada).

(2) If the registrar is of the opinion that a designated extra-provincial limited partnership is in contravention of clause (1)(b), the registrar shall send to the designated extra-provincial limited partnership a written notice advising the designated extra-provincial limited partnership of the default and stating that, unless the default is remedied within 30 days after the date of the written notice, the name of the designated extra-provincial limited partnership will be struck off the register.

(3) The notice mentioned in subsection (2) must be sent by registered mail to the registered office of the designated extra-provincial limited partnership within or outside of Saskatchewan or to the attorney appointed pursuant to section 12 or 13.

(4) If the default is not remedied within 30 days after the date of the notice, the registrar may strike the name of the designated extra-provincial limited partnership off the register and, if the name of the designated extra-provincial limited partnership is struck off the register, notice of the strike off is to be published in the Gazette.

5 Jly 2013 cB-11 Reg 2 s18.

Collection of information

19(1) The registrar may collect from a designated extra-provincial registrar any information or documents specified in the applicable agreement that are submitted to or held by the designated extra-provincial registrar, including information and documents respecting the following:

- (a) the application for registration of a designated extra-provincial limited partnership;
- (b) a change in the name of a designated extra-provincial limited partnership;
- (c) a change in the registered office of a designated extra-provincial limited partnership;
- (d) a change in the attorney of a designated extra-provincial limited partnership;
- (e) changes regarding general partners of a designated extra-provincial limited partnership;
- (f) the application of a designated extra-provincial limited partnership to cancel its registration;
- (g) the dissolution of a designated extra-provincial limited partnership;
- (h) a correction of information or documents relating to a designated extra-provincial limited partnership.

(2) The registrar may file any information or documents collected pursuant to subsection (1).

5 Jly 2013 cB-11 Reg 2 s19.

Complete information required

20 The registrar may decline to file any information or document or to issue any document with respect to any matter relating to a designated extra-provincial limited partnership, including the registration of the designated extra-provincial limited partnership, until the registrar has received from the designated extra-provincial registrar, in the manner specified in the applicable agreement, the information and documents relating to the matter that:

- (a) are required to be submitted to the designated extra-provincial registrar by the designated extra-provincial limited partnership; and
- (b) the registrar requires.

5 Jly 2013 cB-11 Reg 2 s20.

Form of information

21(1) An application and any notice, information or document required to be submitted to a designated extra-provincial registrar pursuant to these regulations must be in the form or electronic format, if any, established by the designated extra-provincial registrar.

(2) An application, notice, information or document required to be submitted by a designated extra-provincial registrar to the registrar pursuant to these regulations must be in the form or electronic format, if any, established by the registrar.

5 Jly 2013 cB-11 Reg 2 s21.

Certificates

22 The registrar shall send any certificate issued with respect to a designated extra-provincial limited partnership pursuant to these regulations to:

- (a) the attorney of the designated extra-provincial limited partnership; or
- (b) if there is no attorney, the registered office of the designated extra-provincial limited partnership.

5 Jly 2013 cB-11 Reg 2 s22.

Fee exemption

23 A designated extra-provincial limited partnership is exempt from the requirement to pay a fee with respect to its application for registration or the filing of information and documents related to its registration pursuant to Part III of the Act.

5 Jly 2013 cB-11 Reg 2 s23.

Non-application of provisions of Act and regulations

24(1) Sections 21.1 to 21.4 and subsection 9(5) of the Act do not apply with respect to a designated extra-provincial limited partnership.

(2) Subsections 4(4) and (5) of *The Business Names Registration Regulations* do not apply with respect to a designated extra-provincial limited partnership.

5 Jly 2013 cB-11 Reg 2 s24.

Search fees for British Columbia

25(1) The registrar shall collect a fee as required by the designated extra-provincial registrar mentioned in subsection 3(1) for the name search reservation of a limited partnership that has made an application pursuant to subsection 4(1) or a registered limited partnership that has submitted information or documents pursuant to section 5, as the case may be.

(2) The designated extra-provincial registrar mentioned in subsection 3(1) shall determine the fee to be collected on its behalf by the registrar.

(3) The registrar shall remit the fee to the designated extra-provincial registrar mentioned in subsection 3(1) in accordance with the applicable agreement.

5 Jly 2013 cB-11 Reg 2 s25.

Search fees for Alberta

26(1) The registrar shall collect a fee for the name search reservation of:

(a) a limited partnership intending to apply to the designated extra-provincial registrar mentioned in subsection 3(2) for registration as a designated extra-provincial limited partnership pursuant to subsection 4(1); or

(b) a registered limited partnership intending to change its name with the designated extra-provincial registrar mentioned in subsection 3(2) pursuant to section 5.

(2) The registrar shall conduct the name search mentioned in subsection (1) on behalf of the designated extra-provincial registrar mentioned in subsection 3(2).

5 Jly 2013 cB-11 Reg 2 s26.

Transitional - deemed registration of certain extra-provincial limited partnerships

27(1) On the coming into force of these regulations, all extra-provincial limited partnerships mentioned in subsections 3(3) and (4) are deemed to be designated extra-provincial limited partnerships.

(2) For the purpose of facilitating the transition of an existing extra-provincial limited partnership to a designated extra-provincial limited partnership pursuant to subsection (1), the registrar may correct any error or omission found in the records of the register of corporations or brought to the registrar's attention by a designated extra-provincial registrar in accordance with the applicable agreement.

5 Jly 2013 cB-11 Reg 2 s27.

PART V Coming into Force

Coming into force

28(1) Subject to subsection (2), these regulations come into force on July 1, 2013.

(2) If these regulations are filed with the Registrar of Regulations after July 1, 2013, these regulations come into force on the day on which they are filed with the Registrar of Regulations.

5 Jly 2013 cB-11 Reg 2 s28.