



State of Hawaii  
Department of Commerce and Consumer Affairs  
**Business Registration Division**  
335 Merchant Street, Room 201, Honolulu, HI 96813  
Mailing Address: P.O. Box 40, Honolulu, HI 96810  
Phone: (808) 586-2727  
Email: [breg@dcca.hawaii.gov](mailto:breg@dcca.hawaii.gov)  
Fax: (808) 586-2733  
Website: [BusinessRegistrations.com](http://BusinessRegistrations.com)

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## INFORMATION FOR DOMESTIC AND FOREIGN GENERAL PARTNERSHIPS

Chapter [425](#), Hawaii Revised Statutes

### **Registered Agent**

Each general partnership shall have and continuously maintain in this State a registered agent who has a business address in this state. The registered agent shall be either an individual residing in this State or a domestic or foreign entity authorized to transact business or conduct affairs in this State. Refer to Section [425-18](#), HRS, for more information.

A general partnership may change its registered agent by delivering to the department director for filing a statement of change setting forth the particulars required by this section. Refer to Section [425-19](#), HRS, for more information.

Any registered agent in this State appointed by a general partnership may change its registered agent's name, business address, or its type or jurisdiction of organization by signing and delivering to the department director for filing a statement of change. Refer to Section [425-19](#), HRS, for more information.

Any registered agent in this State appointed by a general partnership may resign as the registered agent by signing and delivering a statement of resignation to the department director for filing. The registered agent shall promptly furnish the represented entity notice in a record of the date on which a statement of resignation was filed. The statement of resignation takes effect on the earlier of the thirty-first day after the day on which it is filed or the appointment of a new registered agent for the represented entity. Refer to Section [425-20](#), HRS, for more information.

### **Name Change**

When a partnership changes its partnership name, it shall within thirty days thereafter file in the office of the director of commerce and consumer affairs a statement showing: (1) the registered name of the partnership; and (2) the new name of the partnership. The statement shall be signed and certified as correct by any partner. Refer to Section [425-7](#), HRS, for more information.

### **Dissolution of domestic general partnership**

When a domestic general partnership is dissolved, and the business is not continued, a statement thereof showing the cause of dissolution shall be filed in the office of the director of commerce and consumer affairs within thirty days after the dissolution. The statement shall be certified by at least one partner who shall certify that the dissolution was approved by all of the partners. Refer to Section [425-9](#), HRS, for more information.

### **Withdrawal of foreign general partnership**

A foreign general partnership may withdraw its certificate of authority to transact business in the State of Hawaii by filing an application for foreign partnership withdrawal. Refer to Section [425-17](#), HRS, for more information.

Change forms are available online at <https://hbe.ehawaii.gov/BizEx/manage.eb>.

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## **Annual Statement**

Every domestic and foreign partnership shall file an annual statement with the director. A domestic or foreign partnership that has filed with the department director a statement of qualification or statement of foreign qualification to register as a limited liability partnership or foreign limited liability partnership shall file the annual report prescribed in section [425-163](#) in lieu of the annual statement required in section [425-1](#), HRS.

For a domestic or foreign partnership whose date of registration in this State falls between:

- (1) January 1 and March 31, the annual statement shall be filed on or before March 31 of each year and shall reflect the state of the partnership's affairs as of January 1 of the year when filed;
- (2) April 1 and June 30, the annual statement shall be filed on or before June 30 of each year and shall reflect the state of the partnership's affairs as of April 1 of the year when filed;
- (3) July 1 and September 30, the annual statement shall be filed on or before September 30 of each year and shall reflect the state of the partnership's affairs as of July 1 of the year when filed; and
- (4) October 1 and December 31, the annual statement shall be filed on or before December 31 of each year and shall reflect the state of the partnership's affairs as of October 1 of the year when filed;

provided that if a domestic or foreign partnership is registered in the same year in which the annual statement is due, the domestic or foreign partnership shall not be required to file an annual report for that year. Thereafter, the domestic or foreign partnership shall comply with the requirements of Section [425-1](#), HRS.

If you would like to receive reminders about filing your Annual Statement, the Division offers the following:

- Annual statements filed [online](#) can receive free email reminders the following year.
- Anyone can sign up for email reminders through the “[MyBusiness Notifications](#)” page on Hawaii Business Express. There is a \$2.50 fee per year per business to subscribe.
- Initial business filings filed online through [Hawaii Business Express](#) can receive free email reminders when the annual report/statement is due the following year.

To check on the status of a business entity, enter the business name in our [Business Name Search](#), then click on “Search.” The filing quarters are as follows: First quarter is January – March; Second quarter is April – June; Third quarter is July – September; Fourth quarter is October – December.

## **Filing Fees**

General Partnership Annual Statement: \$ 5.00

Online filing fee for General Partnership Annual Statement: \$5.00

Limited Liability Partnership Annual Statement: \$15.00

Online filing fee for Limited Liability Partnership Annual Statement: \$12.50

If you are delinquent in filing your annual statements(s), you can submit your filing [online](#) and a \$10.00 late fee will be assessed per year delinquent.

If the annual statement is not filed for a period of two years, the partnership may be administratively cancelled by the director. Refer to Sections [425-13](#) and [425-14](#), HRS, respectively.

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For any questions, call (808) 586-2727 or email [breg@dcca.hawaii.gov](mailto:breg@dcca.hawaii.gov)

**NOTICE: THIS MATERIAL CAN BE MADE AVAILABLE FOR INDIVIDUALS WITH SPECIAL NEEDS. PLEASE CALL THE BUSINESS REGISTRATION DIVISION SECRETARY AT (808) 586-2744 TO SUBMIT YOUR REQUEST.**

**ALL BUSINESS REGISTRATION FILINGS ARE OPEN TO PUBLIC INSPECTION. (SECTION 92F-11, HRS)**