

## Instructions for Completing Form LLC-1 Articles of Organization

To form a limited liability company (LLC), complete the Articles of Organization (Form LLC-1). Before submitting the completed form, you should consult with a private attorney for advice about your specific business needs. Operating Agreements are to be maintained by the LLC and are not filed with the California Secretary of State.

### Fees:

- **Required Filing Fee:** A **\$70.00** filing fee is required to file these Articles of Organization (Form LLC-1).
- **Faster Service Fee:**
  - **Counter Drop Off:** A separate, non-refundable **\$15.00** counter drop off fee is required if you deliver in person (drop off) your completed document at our Sacramento office. The \$15.00 counter drop off fee provides priority service over documents submitted by mail. The special handling fee is not refundable whether the document is filed or rejected.
  - **Guaranteed Expedite Drop Off:** For more urgent submissions, documents can be processed within a guaranteed timeframe for a nonrefundable fee in lieu of the counter drop off fee. For detailed information about this faster processing service through our Preclearance and Expedited Filing Services, go to [www.sos.ca.gov/business/be/service-options](http://www.sos.ca.gov/business/be/service-options).
  - Counter and guaranteed expedite services are available only for documents *delivered in person (drop off) to our Sacramento office*.

**Copies:** Upon filing, we will return one (1) plain copy of your filed document for free, and will certify the copy upon request and payment of a \$5 certification fee. To obtain additional copies or certified copies of this filed Articles of Organization, include payment for copy fees and certification fees at the time the Articles of Organization is submitted. Additional copy fees are \$1.00 for the first page and \$.50 for each attachment page. For certified copies, there is an additional \$5.00 certification fee, per document.

**Payment Type:** Check(s) or money orders should be made payable to the Secretary of State. **Do not send cash by mail.** If submitting the document in person in our Sacramento office, payment also may be made by credit card (Visa or MasterCard).

**Processing Times:** For current processing times, go to [www.sos.ca.gov/business/be/processing-times](http://www.sos.ca.gov/business/be/processing-times).

If you are not completing this form online, please **type or legibly print** in black or blue ink. **Complete the Articles of Organization (Form LLC-1) as follows:**

Item	Instruction	Tips
1.	<p>List the proposed LLC name. The proposed name:</p> <ul style="list-style-type: none"> <li>• Must include LLC, L.L.C., Limited Liability Company, Ltd Liability Company, or Ltd Liability Co. If one is not provided, "LLC" will be added to the end of the LLC name when processed;</li> <li>• May not include the words: bank, trust, trustee, incorporated, inc, corporation, or corp;</li> <li>• May not include the words: insurer, insurance company, or any other words suggesting that the LLC is in the business of issuing policies of insurance and assuming insurance risks; and</li> <li>• Must be distinguishable from all other active foreign and domestic LLCs.</li> </ul>	<ul style="list-style-type: none"> <li>• For general LLC name requirements and restrictions or for information on reserving an LLC name prior to submitting Form LLC-1, go to <a href="http://www.sos.ca.gov/business/be/name-availability">www.sos.ca.gov/business/be/name-availability</a>.</li> <li>• <b>A name reservation is not required to submit Form LLC-1.</b></li> <li>• A preliminary search of LLC names already of record can be made online through our Business Search at <a href="http://BusinessSearch.sos.ca.gov">BusinessSearch.sos.ca.gov</a>. Please note: The Business Search is not intended to serve as a name availability search. For information on checking or reserving a name, refer to the name availability link above.</li> </ul>

2a.	Enter the street address, city and zip code of the LLC's initial designated office in California. The designated office is where copies of the organizational documents, operating agreement financial and other business records must be kept.	<ul style="list-style-type: none"> <li>• The designated office need not be the place of the LLC's activity in California. (Section <a href="#">17701.13</a>.)</li> <li>• Do not enter a P.O. Box address or abbreviate the name of the city.</li> </ul>
2b.	Enter the complete mailing address, city, state and zip code of the LLC if different from Item 4a.	<ul style="list-style-type: none"> <li>• This address will be used for mailing purposes and may be a P.O. Box</li> <li>• Do not abbreviate the city.</li> </ul>
3a. & 3b.	<p>If <b>Individual Agent</b>: Enter the name and street address of the individual agent for service of process in California.</p> <p>If an individual is designated as the agent, <b>complete Items 3a and 3b</b> and proceed to Item 4, leaving Item 3c blank.</p>	<ul style="list-style-type: none"> <li>• An Agent for Service of Process is responsible for accepting legal documents (e.g. service of process, lawsuits, subpoenas, other types of legal notices etc.) on behalf of the LLC.</li> <li>• There are two types of Agents that can be named: <ul style="list-style-type: none"> <li>- an individual (manager, member or any other individual) who must reside in California with a physical California street address; or</li> <li>- a registered corporate agent qualified with the California Secretary of State.</li> </ul> </li> <li>• Many times, a small LLC will designate a member or manager as the agent for service of process.</li> <li>• The individual agent should be aware that the name and the physical street address of the agent for service of process is a public record, open to all (as are all the addresses of the LLC and its managers or members named in filings.)</li> </ul>
3c.	If naming a <b>Registered Corporate Agent</b> : Enter the name of the registered corporate agent <i>exactly</i> as registered in California, <b>complete Item 3c</b> and proceed to Item 4 (do not complete Items 3a and 3b).	<ul style="list-style-type: none"> <li>• Before a corporation is designated as agent for the LLC, that corporation must have a current agent registration certificate on file with the California Secretary of State pursuant to Section <a href="#">1505</a>, stating the address(es) of the registered corporate agent and the authorized employees that will accept service of process of legal documents and notices.</li> <li>• No California or foreign corporation may register as a California corporate agent unless the corporation currently is authorized to engage in business in California and is in good standing on the records of the California Secretary of State.</li> <li>• Provide your Registered Corporate Agent's exact name as registered with the California Secretary of State.</li> </ul>
4.	<p>Check the applicable box to indicate if the LLC will be managed by "one manager," "more than one manager" or "all limited liability company member(s)."</p> <p><b>Only</b> one box may be checked.</p>	<ul style="list-style-type: none"> <li>• Every LLC is <b>required</b> to have at least one member. If no manager is appointed or elected, all members are managers.</li> <li>• A member(s) is the owner of the company similar to a shareholder(s) in a corporation.</li> </ul>
5.	The statutory purpose statement is required to be set forth exactly and must not be altered.	

6.	<ul style="list-style-type: none"> <li>• Form LLC-1 must be signed by each person responsible for forming the LLC (i.e. the organizer(s)) indicating the information is true and correct.</li> <li>• Type or print the name of the organizer(s).</li> <li>• All attachments must be clearly marked as an attachment to the Form LLC-1 and must be on one side of a standard letter-sized piece of paper (8 1/2" x 11"). All attachments are part of Form LLC-1.</li> </ul>	<ul style="list-style-type: none"> <li>• The person signing Form LLC-1 (i.e. the organizer(s)) need not be a member or manager of the LLC.</li> <li>• If there is more than one organizer and you need more space for signatures, place the additional signatures on an attachment to Form LLC-1. Multiple signed Form LLC-1s will be returned without being filed.</li> <li>• If Form LLC-1 is signed by a business entity, the person who signs on behalf of the entity should note their name and position/title and the entity name. Example: If a limited liability company ("Smith LLC") is the organizer, the signature of the person signing on behalf of the Smith LLC should be reflected as Joe Smith, Manager of Smith LLC, Organizer.</li> <li>• If Form LLC-1 is signed by a trust, the trustee should sign as follows: _____, trustee for _____ trust (including the exact name of the trust and date of the trust, if applicable). Example: Mary Todd, trustee of the Lincoln Family Trust (U/T 5-1-1994), Member.</li> </ul>
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**Mail Submission Cover Sheet (Optional):** To make it easier to receive communication related to **this document**, including the copy of the filed document, complete the Mail Submission Cover Sheet. For the Return Address: enter the name of a designated person and/or company and the corresponding mailing address. Please note the Mail Submission Cover Sheet will be treated as correspondence and will not be made part of the filed document.

**Where to File:** Completed forms along with the applicable fees can be mailed to Secretary of State, Business Entities Filings, P.O. Box 944228, Sacramento, CA 94244-2280 or delivered in person (drop off) to the Sacramento office, 1500 11th Street, Sacramento, CA 95814. If you are not completing this form online, please type or legibly print in black or blue ink.

**Note: Within 90 days** after filing Form LLC-1 and every two years thereafter during the applicable filing period, a **Statement of Information (Form LLC-12)** must be filed with the California Secretary of State. The applicable filing period is the calendar month in which the Form LLC-1 was filed and the immediately preceding five calendar months. For more information please visit [www.sos.ca.gov/business/be/statements/help](http://www.sos.ca.gov/business/be/statements/help).

**Legal Authority:** Statutory filing provisions are found in Section [17702.01](#), unless otherwise indicated. LLCs may not provide "professional services", as defined by Sections [13401\(a\)](#) and [13401.3](#). All statutory references are to the California Corporations Code, unless otherwise stated.

**Annual Minimum Tax (\$800):** Filing Form LLC-1 will obligate most LLCs to pay an annual minimum \$800 tax to the California Franchise Tax Board. For more information about taxes, go to <https://www.ftb.ca.gov>.



# Mail Submission Cover Sheet

**Instructions:**

- Complete and include this form with your submission. **This information only will be used to communicate with you in writing about the submission.** This form will be treated as correspondence and will not be made part of the filed document.
- Make all **checks or money orders** payable to the Secretary of State.
- Do not include a \$15 counter fee when submitting documents by mail.
- Standard processing time for **submissions** to this office is approximately 5 business days from receipt. All **submissions** are reviewed in the date order of receipt. For updated processing time information, visit [www.sos.ca.gov/business/be/processing-times](http://www.sos.ca.gov/business/be/processing-times).

**Optional Copy and Certification Fees:**

- If applicable, include optional copy and certification fees with your submission.
- For applicable copy and certification fee information, refer to the instructions of the specific form you are submitting.

**Contact Person:** (Please type or print legibly)

First Name: \_\_\_\_\_ Last Name: \_\_\_\_\_

Phone (optional): \_\_\_\_\_

**Entity Information:** (Please type or print legibly)

Name: \_\_\_\_\_

Entity Number (if applicable): \_\_\_\_\_

Comments: \_\_\_\_\_

\_\_\_\_\_

\_\_\_\_\_

\_\_\_\_\_

**Return Address:** For written communication from the Secretary of State related to this document, or if purchasing a copy of the filed document enter the name of a person or company and the mailing address.

Name: [ \_\_\_\_\_ ]

Company:

Address:

City/State/Zip: [ \_\_\_\_\_ ]

Secretary of State Use Only	
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AMT REC'D:	\$



**Secretary of State**  
**Articles of Organization**  
 Limited Liability Company (LLC)

**LLC-1**

**IMPORTANT** — [Read Instructions](#) before completing this form.

**Filing Fee - \$70.00**

**Copy Fees** - First plain copy free; Additional copies: First page \$1.00 & .50 for each attachment page; Certification Fee - \$5.00

**Important!** LLCs may have to pay an annual minimum \$800 tax to the California Franchise Tax Board. For more information, go to <https://www.ftb.ca.gov>.

This Space For Office Use Only

**1. Limited Liability Company Name** (See Instructions – Must contain an LLC ending such as LLC or L.L.C. “LLC” will be added, if not included.)

**2. Business Addresses**

a. Initial Street Address of Designated Office in California - Do not list a P.O. Box	City (no abbreviations)	State	Zip Code
		<b>CA</b>	
b. Initial Mailing Address of LLC, if different than item 2a	City (no abbreviations)	State	Zip Code

**3. Agent for Service of Process**

**Item 3a and 3b:** If naming an **individual**, the agent must reside in California and Item 3a and 3b must be completed with the agent’s name and complete California street address.

**Item 3c:** If naming a California Registered **Corporate Agent**, a current agent registration certificate must be on file with the California Secretary of State and Item 3c must be completed (leave Item 3a-3b blank).

a. California Agent’s First Name (if agent is <b>not</b> a corporation)	Middle Name	Last Name	Suffix
b. Street Address (if agent is <b>not</b> a corporation) - <b>Do not list a P.O. Box</b>	City (no abbreviations)	State	Zip Code
		<b>CA</b>	
c. California Registered Corporate Agent’s Name (if agent is a corporation) – Do not complete Item 3a or 3b			

**4. Management** (Select **only** one box)

The LLC will be managed by:

One Manager       More than One Manager       All LLC Member(s)

**5. Purpose Statement** (Do not alter Purpose Statement)

The purpose of the limited liability company is to engage in any lawful act or activity for which a limited liability company may be organized under the California Revised Uniform Limited Liability Company Act.

**6.** The Information contained herein, including in any attachments, is true and correct.

Organizer sign here

Print your name here