



Prescribed by:

The Ohio Secretary of State
Central Ohio: (614) 466-3910
Toll Free: 1-877-SOS-FILE (1-877-767-3453)

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Expedite this Form: (Select One)

Mail Form to one of the Following:

Yes PO Box 1390
Columbus, OH 43216
*** Requires an additional fee of \$100 ***

No PO Box 1329
Columbus, OH 43216

**CERTIFICATE OF DISSOLUTION OF LIMITED LIABILITY COMPANY/
CANCELLATION OF FOREIGN LLC**
(Domestic or Foreign)
Filing Fee \$50.00

(CHECK ONLY ONE (1) BOX)

(1) <input type="checkbox"/> Domestic Limited Liability Company (140-LDS)	(2) <input type="checkbox"/> Foreign Limited Liability Company (131-LFS)
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Complete the general information in this section for the box checked above.

Name of Limited Liability Co. _____

Ohio Registration Number _____

Complete the information in this section if box (1) is checked.

An Ohio Limited Liability Company, hereby certifies that said Limited Liability Company was or shall be dissolved as of _____

(Date)

Complete the information in this section if box (2) is checked.

The undersigned limited liability company hereby certifies that it is no longer transacting business in the state of Ohio.

FIRST: The name of the limited liability company in its state of organization or registration is:

SECOND: The name under which the limited liability company registered to transact business in Ohio is:

THIRD: The limited liability company is formed under the laws of the state/country of: _____
(state or country)

(Please enter does revoke or does not revoked below)

FOURTH: The limited liability company _____ the authority of its registered agent to accept service of process, notices and demands on its behalf.

If the authority of the limited liability company's statutory agent is revoked, then item fifth must be completed.

Complete the information in this section if box (2) is checked Cont.

FIFTH: The address to which a person may mail a copy of any process, notice, or demand against the company is:

(street address)

NOTE: P.O. Box Addresses are NOT acceptable.

(city, township, or village)

(state)

(zip code)

If this mailing address changes in the future, the limited liability company hereby agrees to notify the Ohio secretary of state of such change.

REQUIRED

Must be authenticated (**signed**)
by an authorized representative

Authorized Representative

Date

(Print Name)

Instructions for Certificate of Dissolution/Cancellation for a Limited Liability Company

Follow these instructions in this section if an item in box (1) is checked.

(Domestic)

- I. A limited liability company shall be dissolved upon the occurrence of any of the following events:
 - A. The expiration of the period, if any, fixed by the operating agreement or articles of organization for the duration of the company;
 - B. One or more events specified in writing in the operating agreement as causing the dissolution of the company;
 - C. The unanimous written agreement of all members to dissolve the company;
 - D. The withdrawal of a member of the company, unless the business of the company is continued by the consent of all of the remaining members or under a right to continue the company that is stated in writing in the operating agreement;
 - E. Upon entry of a decree of judicial dissolution under section 1705.47 of the ORC.
- II. Following the occurrence of any of the events of dissolution specified in this section, the limited liability company shall deliver to the secretary of state for filing a certificate of dissolution on a form that is prescribed by the secretary of state and that includes the name of the company and the effective date of its dissolution.

Follow these instructions in this section if an item in box (2) is checked.

(Foreign)

- I. A foreign limited liability company may cancel its registration to transact business in this state by filing with the secretary of state a certificate of cancellation that shall be on a form that is prescribed by the secretary of state and signed by an authorized representative of the company, and that sets forth all of the following:
 - A. The name under which the company is registered in this state and, if different, the name under which it is registered or organized in the state of its organization;
 - B. A statement that the company is not transacting business in this state;
 - C. A statement whether the authority of its statutory agent in this state to accept service of process, notices, and demands is revoked and, if it is revoked, an address to which a person may mail a copy of any process, notice, or demand against the company and a commitment to notify the secretary of state in the future of any change in that mailing address.