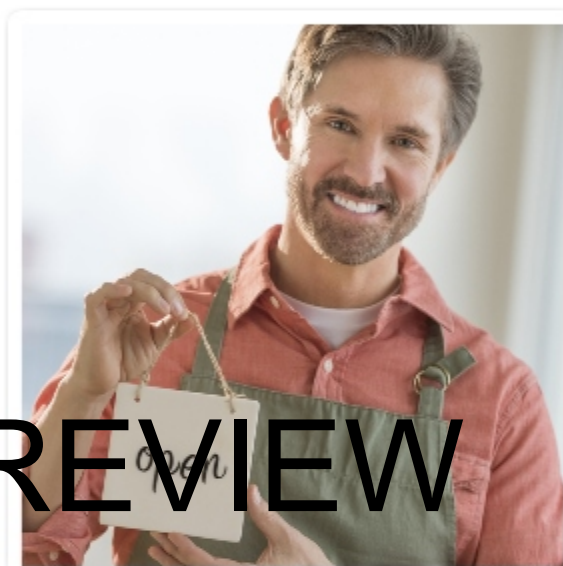


Need Help?

Starting your business can be a challenge, but you don't have to go it alone. US Legal is here to help! We have services to help you get up and running quickly and easily.

Let us help you:

- ✓ Prepare the necessary filing for your state
- ✓ Ensure your business name is available
- ✓ Submit and track the filing
- ✓ Stay with you if issues arise
- ✓ Provide you with all the documentation from the state of a successful filing
- ✓ Obtain your new tax ID number (EIN)
- ✓ Stay organized with an LLC or Corporate kit
- ✓ Prepare an S-Corp election



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Call Today **1.877.389.0141** or Visit
www.uslegalforms.com/startup

Mention offer code **STARTUP**
and **save 5%** off your order!

USLEGAL

A stylized graphic element below the USLEGAL text, consisting of a central black shape with two white wings or flaps extending outwards, resembling a stylized 'U' or a logo element.



Brian P. Kemp
Secretary of State

**OFFICE OF SECRETARY OF STATE
CORPORATIONS DIVISION**

2 Martin Luther King Jr. Dr. SE
Suite 313 West Tower
Atlanta, Georgia 30334
(404) 656-2817
sos.georgia.gov/corporations

**TRANSMITTAL INFORMATION
GEORGIA LIMITED LIABILITY COMPANY**

IMPORTANT

Remember to include your e-mail address when completing this transmittal form.

Providing your e-mail address allows us to notify you via e-mail when we receive your filing and when we take action on your filing. Please enter your e-mail address on the line below. Thank you.

E-Mail: _____

NOTICE TO APPLICANT: PRINT PLAINLY OR TYPE REMAINDER OF THIS FORM

1.	LLC Name Reservation Number (If one has been obtained; if articles are being filed without prior reservation, leave this line blank.)						
	LLC Name (List exactly as it appears in articles)						
2.	Name of person filing articles (Certificate will be mailed to this person at address below.)			Telephone Number			
	Address						
	City	State	Zip Code	<h1>SAMPLE PREVIEW</h1>			
3.	Principal Office Mailing Address of LLC (Unlike registered office address, this may be a post office box.)						
	City	State	Zip Code				
4.	Name of LLC's Registered Agent in Georgia						
	Registered Office Street Address in Georgia (Post office box or mail drop not acceptable for registered office address.)						
	City	County	GA State	Zip Code			
5.	Name and Address of Each Organizer (Attach additional sheets if necessary.)						
	Organizer	Address	City	State	Zip Code		
	Organizer	Address	City	State	Zip Code		
6.	Mail the following items to the Secretary of State at the above address:						
	1) This transmittal form;						
	2) The Articles of Organization; and						
	3) Filing fee of \$100.00 payable to Secretary of State. Filing fees are NON-refundable						
	Authorized Signature: _____			Date: _____			
	Print Name: _____						
	Signer's Capacity: (Choose one) <input type="checkbox"/> Member <input type="checkbox"/> Manager <input type="checkbox"/> Organizer <input type="checkbox"/> Attorney-in-fact						

Request certificates and obtain entity information via the Internet: sos.georgia.gov/corporations



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FILING PROCEDURES FOR FORMING A GEORGIA LIMITED LIABILITY COMPANY

Limited liability companies (“LLC”) are formed by filing articles of organization with the Secretary of State. The *minimum* requirements of Georgia law are outlined herein. Many other provisions may, and perhaps should, be included in the articles. It is very simple to form an LLC. The question of whether or not an LLC *should* be formed is complex. ***The Corporations Division strongly recommends that filers obtain professional legal, tax and/or business advice to assure the filer’s goals and intentions are met, and that requirements of the law are satisfied, both before and after formation of the entity.***

Name Reservation

A name may be reserved prior to filing. A reservation fee of \$25 must accompany the request. The reservation may be made online or by submitting a Name Reservation Request form. A name reservation number that remains in effect for 30 days will be provided by return email within 24 hours of receipt of an online request and within 36 hours of receipt of a mail-in request, and often sooner. Place the number on the Transmittal Form 231 that is filed with the articles of organization. A reservation number may also be obtained by writing to the Division at the above address. Name reservations are not available by telephone. Entity formation filings are accepted without a name reservation.

Preparation of Articles of Organization

Articles of organization must include the information described in O.C.G.A. § 14-2-204. Articles may be filed online or mailed to the Corporations Division at the above address. Articles mailed to the office must be submitted on white 8½x11 paper. The articles of organization may be signed by any member of the limited liability company, any manager if management is vested in one or more managers, or by an organizer. An attorney in fact may also sign the articles of organization. ***The signer(s) should indicate in what capacity he or she is signing.***

Filing of Articles of Organization and Data Transmittal Form 231

For filings not submitted online, the original and one copy of the articles of organization, a completed Transmittal Form 231, and the \$100.00 filing fee should be mailed or delivered to the Corporations Division at the above address. Checks should be made payable to “Secretary of State.” Articles of organization are effective on the date received by the Corporations Division unless a delayed effective date is specified therein. A certificate of organization will be mailed to the applicant, usually in five to seven business days. Workload issues will sometimes result in a longer turnaround time, perhaps up to 12 business days. Filings that are not complete will be returned to the applicant along with a notice that describes the deficiency. If corrected and returned within 60 days the initial date of receipt will be the date of formation. Deficient filings are deemed abandoned if still pending after 60 days from initial receipt of the filing. After the filing is deemed abandoned, a new filing, including new filing fees, will be required.

Annual Registration

Each LLC must file an annual registration with the Secretary of State. The fee is \$50.00. The initial registration is due between January 1 and April 1 of the year following the calendar year in which the LLC was formed. The annual registration should be filed online at <http://www.sos.ga.gov/Corporations/>. Changes to the LLC’s address and/or registered agent and

registered office address throughout the year are made by filing another annual registration and paying the \$50 fee. An LLC that does not submit its annual registration is subject to administrative dissolution. An administratively dissolved LLC may be reinstated within 5 years of the effective date of dissolution. There is a \$250 fee to reinstate an administratively dissolved LLC.

Articles of organization for a Georgia limited liability company might appear as follows:

Articles of Organization
of
ABC and Associates, LLC

Article 1.
The name of the limited liability company is ABC and Associates, LLC.

(Note: Article 2. below is optional. It, and other provisions not inconsistent with law, may be set forth in the Articles of Organization.)

Article 2.
Management of the limited liability company is vested in one or more managers whose names and addresses are as follows:

In WITNESS WHEREOF, the undersigned has executed these Articles of Organization.

This _____ day of _____, 2012.

(signature)
John Doe
(Capacity of signer)

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Other important information for LLCs:

- Contact the Internal Revenue Service to determine whether an Employee Identification Number is needed. It is obtained from the Internal Revenue Service. Call 1-866-816-2065 or visit the IRS web site, <http://www.irs.ustreas.gov>.
- The Georgia Department of Revenue should be contacted regarding compliance with state tax laws. Income and net worth tax information may be obtained by calling (404) 656-4191. Sales and withholding tax information may be obtained by calling (404) 651-8651 or at the DOR's web site, <https://etax.dor.ga.gov/>.
- Many LLCs will be required to obtain workers' compensation insurance. Workers' compensation information may be obtained by calling 1-800-533-0682 or (404) 656-3818.
- Many LLCs will be subject to unemployment tax requirements of the "Georgia Employment Security Law." Information may be obtained from the Georgia Department of Labor at (404) 656-5590 or <http://www.dol.state.ga.us>.

Articles of Organization
of

Article 1.

The name of the limited liability company is: _____

IN WITNESS WHEREOF, the undersigned has executed these Articles of Organization.

This, the ____ day of _____, 20____.

Signed: _____ Typed Printed Name: _____
Capacity: _____

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