

# 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



SAMPLE PREVIEW

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## LLC-1

Articles of Organization  
of a Limited Liability Company (LLC)

To form a limited liability company in California, you can fill out this form, and submit for filing along with:

- A **\$70** filing fee.
- A separate, non-refundable **\$15** service fee also must be included, if you **drop off** the completed form.

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

LLCs may not provide "professional services," as defined by California Corporations Code sections [13401\(a\)](#) and [13401.3](#).

Note: *Before submitting the completed form*, you should consult with a private attorney for advice about your specific business needs.

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For questions about this form, go to [www.sos.ca.gov/business/be/filing-tips.htm](http://www.sos.ca.gov/business/be/filing-tips.htm).

**LLC Name** (List the proposed LLC name exactly as it is to appear on the records of the California Secretary of State.)

①

Proposed LLC Name

The name **must** include: LLC, L.L.C., Limited Liability Company, Limited Liability Co., Ltd. Liability Co. or Ltd. Liability Company; and **may not** include: bank, trust, trustee, incorporated, inc., corporation, or corp., insurer, or insurance company. For general entity name requirements and restrictions, go to [www.sos.ca.gov/business/be/name-availability.htm](http://www.sos.ca.gov/business/be/name-availability.htm).

### Purpose

②

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.

### LLC Addresses

③

a. Initial Street Address or Designated Office in CA - Do not list a P.O. Box City (no abbreviations) State Zip

b. Initial Mailing Address of LLC, if different from 3a City (no abbreviations) State Zip

**Service of Process** (List a California resident or a California registered corporate agent that agrees to be your initial agent to accept service of process in case your LLC is sued. You may list any adult who lives in California. You may **not** list an LLC as the agent. **Do not** list an address if the agent is a California registered corporate agent as the address for service of process is already on file.)

④

a. Agent's Name

b. Agent's Street Address (if agent is **not** a corporation) - Do not list a P.O. Box City (no abbreviations) State Zip

### Management (Check only one.)

⑤

The LLC will be managed by:

☐

One Manager

☐

More Than One Manager

☐

All Limited Liability Company Member(s)

This form must be signed by each organizer. If you need more space, attach extra pages that are 1-sided and on standard letter-sized paper (8 1/2" x 11"). All attachments are made part of these articles of organization.



Organizer - Sign here

Print your name here

Make check/money order payable to: **Secretary of State**

Upon filing, we will return one (1) uncertified copy of your filed document for free, and will certify the copy upon request and payment of a \$5 certification fee.

#### By Mail

Secretary of State  
Business Entities, P.O. Box 944228  
Sacramento, CA 94244-2280

#### Drop-Off

Secretary of State  
1500 11th Street., 3rd Floor  
Sacramento, CA 95814



**Secretary of State  
Business Programs Division**

Statement of Information, P.O. Box 944230, Sacramento, CA 94244-2300

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## **Changes to Requests for Copies of California Statements of Information Effective January 1, 2013**

As of January 1, 2013, legislative changes from Senate Bill 1532 impact Statements of Information filed with the California Secretary of State's office on an annual and biennial basis.

California Secretary of State will no longer endorse or certify customer-provided copies of Statements of Information. A copy of the filed statement may be requested at the time of filing by submitting a written request with your Statement of Information and including additional copy fees along with your Statement of Information fees. Copies are \$1 for the first page and \$.50 for each additional page of the document. An additional \$5 fee is required if requesting certification of the copy. If no fee is included with a submitted Statement of Information, copies can be obtained 3-4 days after filing by submitting a Business Entities Records Order Form in person to our Sacramento office or by mail.

NOTE: The fastest way for a corporation to file their required Statement of Information is to file online using our online E-File Statements of Information for Corporations at <https://businessfilings.sos.ca.gov/> and request a copy over the counter in our Sacramento office, if a copy or certified copy is needed.

For the latest forms and fees, as well as information on SB 1532, visit us at [www.sos.ca.gov](http://www.sos.ca.gov). Updated forms are available on the Secretary of State website.

## Instructions for Completing Form LLC-12

Every **domestic and registered foreign limited liability company** shall file a Statement of Information with the Secretary of State, within 90 days after the filing of its original Articles of Organization or Application for Registration, and biennially thereafter during the applicable filing period. The applicable filing period for a limited liability company is the calendar month during which its original Articles of Organization or Application for Registration were filed and the immediately preceding five calendar months. A limited liability company is required to file this statement even though it may not be actively engaged in business at the time this statement is due. Changes to information contained in a previously filed statement can be made by filing a new form, completed in its entirety.

**Legal Authority:** Statutory filing provisions are found in California Corporations Code section [17702.09](#), unless otherwise indicated. All subsequent statutory references are to the California Corporations Code, unless otherwise stated. Failure to file this Statement of Information by the due date will result in the assessment of a \$250.00 penalty. (Sections [17713.07\(b\)](#) and [17713.09](#); California Revenue and Taxation Code section [19141](#).)

**Filing Fees:** The fee for filing the initial or biennial Statement of Information is **\$20.00**. Checks should be made payable to the Secretary of State. If this statement is being filed to change any information on a previously filed statement and is being filed outside the applicable filing period, as defined above, **no fee** is required.

**Copies:** To get a copy of the filed statement, include a separate request and payment for copy fees when the statement is submitted. Copy fees are \$1.00 for the first page and \$.50 for each additional page. For certified copies, there is an additional \$5.00 certification fee, per copy.

### **Complete the Statement of Information (Form LLC-12) as follows:**

**Item 1.** Enter the name of the limited liability company **exactly** as it is of record with the California Secretary of State.

**Item 2.** Enter the limited liability company number issued by the California Secretary of State.

**Item 3.** Enter the state or place under the laws of which the limited liability company is organized.

**Item 4.** If no Statement of Information has ever been filed or if there has been any change to the last Statement of Information filed with the Secretary of State, including a change to any address, complete this form in its entirety.

If there has been no change in the information contained in the last Statement of Information filed with the Secretary of State, check the box and proceed to Item 15.

**Item 5.** Enter the complete street address, city, state and zip code of the limited liability company's principal office. Please do not enter a P.O. Box address or abbreviate the name of the city.

**Item 6.** Enter the complete mailing address, city, state and zip code of the limited liability company if different from Item 5. This address will be used for mailing purposes.

**Item 7.** If the company is domestic, enter the complete street address, city and zip code of the office in California that is required to be maintained pursuant to Section [17701.13](#). If the company is foreign, enter the complete street address, city and zip code of the principle business office in California, if any. Please do not enter a P.O. Box address or abbreviate the name of the city.

**Item 8.** Enter the name and complete business or residential address of the chief executive officer, if any. Please do not abbreviate the name of the city.

**Items 9-11.** Enter the name and complete business or residential address of any manager or managers, appointed or elected in accordance with the Articles of Organization or Operating Agreement, or if no manager has been so elected or appointed, the name and business or residential address of each member. Attach additional pages, if necessary. Please do not abbreviate the name of the city.

**Item 12.** Enter the name of the agent for service of process in California. An agent is an individual (manager, member or any other person, whether or not affiliated with the company) who resides in California or a corporation designated to accept service of process if the company is sued. The agent **must** agree to accept service of process on behalf of the company prior to designation.

Note: Before a corporation is designated as agent, that corporation must have previously filed with the California Secretary of State, a certificate pursuant to Section [1505](#). Note, **a limited liability company cannot act as its own agent** and no domestic or foreign corporation may file pursuant to Section 1505 unless the corporation is currently authorized to engage in business in California and is in good standing in the records of the California Secretary of State.

If an individual is designated as agent, complete Items 12 and 13. If a corporation is designated as agent, complete Item 12 and proceed to Item 14 (do not complete Item 13).

**Item 13.** If an individual is designated as agent for service of process, enter a business or residential **street** address in California. (A P.O. Box address is not acceptable). Please do not enter "in care of" (c/o) or abbreviate the name of the city. If a corporation is designated as agent, leave Item 13 blank and proceed to Item 14.

**Item 14.** Briefly describe the general type of business that constitutes the principal business activity of the limited liability company.

**Item 15.** Type or print the name and title of the person completing this form and enter the date this form was completed.

**Completed forms along with the applicable fees can be mailed to Secretary of State, Statement of Information Unit, P.O. Box 944230, Sacramento, CA 94244-2300 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. This form must not be altered.**



# State of California

## Secretary of State

**L**

### STATEMENT OF INFORMATION (Limited Liability Company)

Filing Fee \$20.00. If this is an amendment, see instructions.

**IMPORTANT — READ INSTRUCTIONS BEFORE COMPLETING THIS FORM**

1. LIMITED LIABILITY COMPANY NAME

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#### File Number and State or Place of Organization

2. SECRETARY OF STATE FILE NUMBER

3. STATE OR PLACE OF ORGANIZATION (If formed outside of California)

#### No Change Statement

4. If there have been any changes to the information contained in the last Statement of Information filed with the California Secretary of State, or no Statement of Information has been previously filed, this form must be completed in its entirety.

☐ If there has been no change in any of the information contained in the last Statement of Information filed with the California Secretary of State, check the box and proceed to Item 15.

#### Complete Addresses for the Following (Do not abbreviate the name of the city. Items 5 and 7 cannot be P.O. Boxes.)

5. STREET ADDRESS OF PRINCIPAL OFFICE CITY STATE ZIP CODE

6. MAILING ADDRESS OF LLC, IF DIFFERENT THAN ITEM 5 CITY STATE ZIP CODE

7. STREET ADDRESS OF CALIFORNIA OFFICE CITY STATE ZIP CODE

CA

#### Name and Complete Address of the Chief Executive Officer, If Any

8. NAME ADDRESS CITY STATE ZIP CODE

#### Name and Complete Address of Any Manager or Managers, or if None Have Been Appointed or Elected, Provide the Name and Address of Each Member (Attach additional pages, if necessary.)

9. NAME ADDRESS CITY STATE ZIP CODE

10. NAME ADDRESS CITY STATE ZIP CODE

11. NAME ADDRESS CITY STATE ZIP CODE

**Agent for Service of Process** If the agent is an individual, the agent must reside in California and Item 13 must be completed with a California address, a P.O. Box is not acceptable. If the agent is a corporation, the agent must have on file with the California Secretary of State a certificate pursuant to California Corporations Code section 1505 and Item 13 must be left blank.

12. NAME OF AGENT FOR SERVICE OF PROCESS

13. STREET ADDRESS OF AGENT FOR SERVICE OF PROCESS IN CALIFORNIA, IF AN INDIVIDUAL CITY STATE ZIP CODE  
CA

#### Type of Business

14. DESCRIBE THE TYPE OF BUSINESS OF THE LIMITED LIABILITY COMPANY

15. THE INFORMATION CONTAINED HEREIN, INCLUDING ANY ATTACHMENTS, IS TRUE AND CORRECT.

DATE

TYPE OR PRINT NAME OF PERSON COMPLETING THE FORM

TITLE

SIGNATURE