

CERTIFICATE OF CONVERSION OF

(Insert Name of Partnership/Limited Partnership)

TO

(Insert Name of Limited Liability Company)

Under Section 1006 of the Limited Liability Company Law

FIRST: The name of the limited liability company is:

SECOND: The (partnership/limited partnership) was, in accordance with the provisions of the Limited Liability Company Law, duly converted to a limited liability company.

(Please note: The conversion of a limited partnership to a limited liability company does not become effective until a certificate of cancellation is filed for the limited partnership. See LLCL §1006(f)&(g) and PL §121-203.)

THIRD: The name of the (partnership/limited partnership) was:

In the case of a limited partnership, the date its initial certificate of limited partnership was filed by the Department of State is: _____

FOURTH: The county within this state in which the office of the limited liability company is to be located is: _____

FIFTH: The Secretary of State is designated as the agent of the limited liability company upon whom process against it may be served. The address within or without this state to which the Secretary of State shall mail a copy of process against the limited liability company served upon him or her is:

X

(Signature)

(Type or print name)

Capacity of signer *(Check appropriate box)*:

Member

Manager

Authorized Person

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OF

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TO

(Insert Name of Limited Liability Company)

Under Section 1006 of the Limited Liability Company Law

Filed by: _____
(Name)

(Mailing address)

(City, State and ZIP code)

NOTE: This form was prepared by the New York State Department of State for filing a certificate of conversion of a partnership or limited partnership to a newly formed limited liability company. It does not contain all optional provisions under the law. You are not required to use this form. You may draft your own form or use forms available at legal supply stores. The Department of State recommends that legal documents be prepared under the guidance of an attorney. The certificate must be submitted with a \$200 filing fee made payable to the Department of State.

(For office use only)