

INSTRUCTIONS for NEW 1-Person LLC

Use this as a **Checklist**, to ensure you complete all required steps

ACC = Arizona Corporation Commission

[Go HERE](#) for White Glove Service

Task to be done	DIY (Do It Yourself)	White Glove Service Only \$297, includes ALL fees
1. Complete the Articles of Organization		✔ Done for you!
2. Complete the ACC Cover Sheet		✔ Done for you!
3. Complete the Manager Structure Attachment or the Member Structure Attachment		✔ Done for you!
4. Hire statutory agent		✔ Both INCLUDED - 1 Year Statutory Agent Services - 1 Year Arizona business address
5. Write a check for \$105.00 (or \$50, \$60, or \$70, depending on what you want) payable to the ACC (see #5, on page 4, below)		✔ All Fees INCLUDED - Expedited fee to the ACC - Certificate of Good Standing fee - Certified Copy of Articles fee
6. Send completed/signed documents and check to statutory agent for signature and forwarding to the ACC		✔ <u>Fax or email</u> us 1 signed form; the rest is done for you!
7. Check that completed/signed documents have been sent to the ACC by statutory agent		✔ Done for you!
8. Wait for approval of Articles of Organization by the ACC		✔ Done for you! We monitor status and notify you when Articles are approved by the ACC
9. Publish Articles of Organization in newspaper a. Select paper to publish Articles b. Write check to paper c. Send Articles and check to paper d. Verify that the newspaper has completed publishing and sent the "Affidavit of Publication" to the ACC		✔ Done for you! - Publishing Fee INCLUDED - We arrange publishing
10. Create and complete initial business organization documents (i.e., Minutes, Resolutions, Federal EIN, etc.)		✔ INCLUDED! - We provide Minutes, Resolutions EIN application and other forms

[Go HERE](#) for White Glove Service

“DIY” vs. White Glove Service

(Do It Yourself)

Tasks for “DIY” and “White Glove Service” are fully explained below:

DIY. We have provided you with this packet, which includes all the forms necessary to legally form a 1-Person limited liability company (LLC), so that you may file the completed and signed forms with the Arizona Corporation Commission (ACC) to form your new Arizona LLC. Although the forms are free, you must pay the filing fee to the ACC, the publishing fee to a newspaper (to publish the Articles of Organization), the fee to an Arizona statutory agent and, if you do not have an Arizona business address (a street address, not a post office box), then you will need to pay a fee for an Arizona business address. All tasks are described below.

WHITE GLOVE SERVICE. Disregard all the following – we do it for you. Only three things for you to do: (1) complete a short online form, (2) remit payment and (3) sign 1 document. All documents will be prepared for you, **all fees are included** (i.e., \$105 to the ACC, \$50 to \$100 to newspaper, \$60 to statutory agent, \$60 for an Arizona business address), and we provide you with the initial business organization documents (i.e., Minutes and Resolutions), a \$49 value. [Go HERE](#) for White Glove Service.

DO THE MATH

	DO IT YOURSELF	WHITE GLOVE SERVICE
Articles of Organization	Free/You Fill-Out	Included (we draft for you)
ACC filing fee	\$50 to \$105	Included
Publish Articles	\$50 to \$100	Included
Statutory Agent fees	\$60 to \$90 per year	Included (one full year included)
Arizona Business Address	\$60/year	Included (one full year included)
Initial organization documents	\$49	Included
Subtotal	\$269 to \$404	\$297.00
	+ Your Time	And we do it all for you?

HERE ARE THE TASKS THAT WILL REQUIRE YOUR TIME

White Glove Service - we take care of all of the following (below):

Do It Yourself - you will need to take care of each of the following:

- Complete Articles of Organization
- Find statutory agent (if you don't hire us as your statutory agent)
- Find Arizona business address (if you don't use us)
- Mail Statutory Agent Acceptance form to Statutory Agent for signature
- Receive signed Statutory Agent Acceptance form back from Statutory Agent
- Complete the ACC Cover Sheet
- Mail Articles, Cover Sheet, other documents, and check to the ACC
- Check status of approval of Articles by the ACC
- Send approved Articles to newspaper to have them published
- Buy or otherwise obtain initial business organization documents

INSTRUCTIONS for NEW 1-Person LLC

[Go HERE](#) for White Glove Service.

1. Complete the Articles of Organization.

- a. **DIY.** You must complete this form. Instructions are included with this packet of forms. You must sign the Articles of Organization.
- b. **White Glove Service.** We do this for you. You sign, send back to us, and we do the rest.

2. Complete the ACC Cover Sheet.

- a. **DIY.** You must complete this form. Instructions are included with this packet of forms. This completed form must be sent to the ACC, along with the completed/signed forms, and the filing fee.
- b. **White Glove Service.** We do this for you.

3. Complete the Manager Structure Attachment or the Member Structure Attachment.

- a. **DIY.** You must complete one of these forms. Instructions are included with this packet of forms.
- b. **White Glove Service.** We do this for you.

4. Hire statutory agent.

a. **DIY.**

(1) **Statutory Agent.** Arizona law requires every limited liability company to have an Arizona statutory agent. The statutory agent must sign a separate Statutory Agent Acceptance form before the Articles are sent to the ACC. You can hire us as your statutory agent or you can hire some other statutory agent service. We have made it easy to hire us by including this [LINK](#) to our web site, so you can hire us online.

(2) **Arizona Business Address.** The law requires that every Arizona LLC have an Arizona business address. If you do not have an Arizona business address (a street address, not a post office box), then you will need to pay someone a fee for an Arizona business address. If we act as your statutory agent, then we can also provide this service. The fee for this service from us is only \$60 per year.

(3) **Payment.** If you wish to hire us as your statutory agent AND have not already paid, then [Go HERE](#) to pay for statutory agent services. The statutory agent service fee is \$60 per year with "Recurring Payment" or \$90 per year with "Non-Recurring Payment." If you also need to use our address for your Arizona place of business (see Section 5 of the Articles of Organization), then be sure to select "**Statutory Agent Services AND use of Arizona Address.**"

b. White Glove Service.

(1) **Statutory Agent.** The fee for the **entire first year** of statutory agent services (\$60/year) is already included. Thereafter, the annual fee is \$60 per year with "Recurring Payment" or \$90 per year with "Non-Recurring Payment."

(2) **Arizona Business Address.** The fee for the entire first year of our Arizona business address service is already included. Thereafter, the annual fee is \$60.

(3) **Payment.** If you have not already paid, [Go HERE](#) to sign up and pay for White Glove Service. If you have already paid, but you want to convert to White Glove Service, [Go HERE](#) to sign up and pay for White Glove Service and then call us (602-255-0101) or send us an [EMAIL](#) and we will refund your prior payment.

5. Pay the filing fee(s) to the ACC.

a. DIY. To file the Articles of Organization with the ACC, you must pay a filing fee (\$50, \$85, or \$105) to the ACC. Below is additional information about the various fees.

As inexpensive as possible: Here is how to pay the absolute minimum.

- \$50 filing fee to the ACC
- \$60 for one year of statutory agent services with "Recurring Payment"
- \$60 for Arizona business address (only if you do not already have an Arizona business address)
- \$50 (approximate) for publication of Articles after approval by the ACC; this check is made payable to the newspaper that publishes your Articles; you may be able to arrange publishing for less.
- Draft your own initial documents or find them from another source for free or low cost.

Frugal, but thorough: This costs a little more, but saves you time and (sometimes) money.

- \$105 filing fee to the ACC
 - Filing fee (\$50) and "**Expedited**" fee (\$35) – for a total of \$85
 - One (1) Certificate of Good Standing – \$10
 - One (1) Certified Copy of the Approved Articles of Organization – \$10
- \$60 for one year of statutory agent services with "Recurring Payment"
- \$60 for Arizona business address (only if you do not already have an Arizona business address)
- \$50 (approximate) for publication of Articles after approval by the ACC; this check is made payable to the newspaper that publishes your Articles; you may be able to arrange publishing for less.
- Draft your own initial documents or find them from another source.

The ONLY difference in price between "inexpensive" and "frugal," is the amount paid to the ACC (not to us). The filing fee is \$50 for a "regular" filing. When you pay the "regular" fee, the ACC will take about 30 to 90 days to approve your Articles of Organization. When you add the \$35 "expedited" fee, the ACC will take about 7 to 10 business days to approve your Articles or Organization. You decide whether the additional \$35 for expedited service is worthwhile. We recommend "expedited" service.

Your bank and/or one or more governmental agencies may want a "Certificate of Good Standing" and/or a "Certified Copy" of the Articles of Organization (i.e., to obtain a sales tax license, etc.). These documents are only \$10 each and it makes good sense to order one of each at the same time you file your Articles of Organization. Both of these are optional; they are NOT required, but if you end up needing one or both, then your efforts to get your business "up and running" may completely stop until you go back to the ACC to get one or both forms (you will also need to pay another \$35 "expedited" service fee, if you need these documents quickly). Twenty dollars for one "Certificate of Good Standing" and one "Certified Copy" of the Articles of Organization goes to the ACC, not to us. It doesn't make any difference to us how you decide. Our in-house attorney has been practicing law in Arizona for over twenty years. Part of what you get from us, as your statutory agent, is our knowledge of the process and our in-house attorney's recommendations and he believes it is \$20 well spent. This takes the fee to the ACC from \$50 to \$105 (i.e., \$50 filing fee, \$35 expedited service fee, \$10 Certificate of Good Standing, and \$10 Certified Copy of the approved Articles of Organization).

If you absolutely, positively cannot bring yourself to pay these additional fees, we have included a completely blank Cover Sheet for the ACC. You can select just the services you want.

b. White Glove Service. The \$297 for White Glove Services includes **ALL the ACC fees:** the \$50 filing fee, the \$35 expedited fee, the \$10 fee for one Certificate of Good Standing, and the \$10 fee for one Certified Copy of the approved Articles of Organization.

6. Send all the completed documents and a check to the statutory agent for signature.

a. DIY. Send these documents to us (or to the statutory agent you hire): (1) the completed and signed Articles of Organization (discussed in 1, above), (2) the completed and signed Manager Structure Attachment or the Member Structure Attachment (discussed in 2, above), (3) the completed Cover Sheet (discussed in 3, above), and (4) your check **for the correct amount** and made payable to the ACC (discussed in 5 above). We will sign a separate Statutory Agent Acceptance form and then forward everything to the ACC.

To hire us as your statutory agent, mail us the following documents:

- ✓ Completed and Signed Articles of Organization
- ✓ Completed and signed Manager Structure Attachment or the Member Structure Attachment
- ✓ Completed the ACC Cover Sheet
- ✓ Check made payable to the ACC

Mail or hand-deliver to: **Arizona Statutory Agent Services, LLC**
Attn: Carlton C. Casler
12725 W. Indian School Road, Suite E-101
Avondale, Arizona 85392

b. White Glove Service. MUCH FASTER! Sign one document – the Articles of Organization (which we prepare, you only have to sign). Then either: (1) **Fax** the signed Articles to us or (2) sign the Articles, scan, and then **email** the signed Articles to us. We have set up a special account with the ACC so that we can send our client's documents electronically to the ACC. The \$105 filing fee to the ACC is included in White Glove Service. **You don't need to mail anything to us OR to the ACC.** Your documents will get to the ACC much faster. [Go HERE](#) for White Glove Service.

FASTER!
Added
Benefit

7. **Check that completed/signed documents have been sent to the ACC by statutory agent.**
 - a. **DIY.** Periodically check with the statutory agent to see if the documents have been received, signed by the statutory agent, and then sent to the ACC. If we act as your statutory agent, we will notify you via email of all three steps; you do not need to periodically check with us.
 - b. **White Glove Service.** No follow up needed. When we receive your faxed or emailed documents, we send them to the ACC the same day, if possible, or the next business day. We will notify you when the Articles of Organization have been sent by us to the ACC.

 8. **Wait for approval of Articles of Organization by the ACC.**
 - a. **DIY.** The waiting period for the ACC's approval will depend on whether you selected and paid the "regular" or "expedited" filing fee to the ACC. You will need to periodically check with the ACC to see if your Articles have been approved by the ACC. If we act as your statutory agent, we will inform you via email or fax as soon as we receive approval of your Articles of Organization from the ACC.
 - b. **White Glove Service.** We do this for you and notify you immediately when we receive your approved Articles of Organization from the ACC.

 9. **Publish Articles of Organization in newspaper.**
 - a. **DIY.** After your Articles of Organization are approved by the ACC, you must publish your Articles in an Arizona newspaper for three consecutive weeks. You will need to contact an Arizona newspaper, send them a copy of the Articles of Organization that the ACC has approved and then remit payment to the newspaper before they will publish your Articles of Organization. DO NOT try to do this simultaneously with filing the Articles of Organization with the ACC because the ACC may not approve your Articles of Organization as submitted, which means you would have to publish the Articles of Organization again with the changes required by the ACC.
 - b. **White Glove Service.** We do this for you and the publishing fee is already included.

 10. **Create and complete initial business organization documents** (i.e., Minutes, Resolutions, etc.).
 - a. **DIY.** Even though you will be a 1-person LLC, you will want to create "Resolutions" and other initial organizational documents that demonstrate you are treating your business as a business. You will need to purchase them at an office supply store or find suitable forms online. These forms are also available for [Purchase Here](#).
 - b. **White Glove Service.** We send you a set of initial organization documents, including: Resolutions, Minutes of Meeting forms, EIN Application, and a Disclaimer Agreement (to own LLC as sole and separate property, if Member is married). Your forms will already be populated with your information (i.e., name, address, LLC name, etc.). These documents will make the initial organization of your new LLC easy. Best of all, the cost of these documents is already included. [Go HERE](#) for White Glove Service.
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In the event you experience a problem with any of the forms in this packet, we have listed the forms here and included a link directly to each of these forms on the ACC's web site.

IMPORTANT: The forms on the ACC's web site (below) WILL NOT allow you to fill in the form on-screen. You must download the form, then you may fill in the form on-screen, and print out the forms. The forms in this packet, however, **WILL** allow you to fill in the form on-screen, print, **AND SAVE**.

Links:

- ◆ [Articles of Organization](#)
- ◆ [Manager Structure Attachment](#)
- ◆ [Member Structure Attachment](#)
- ◆ [Statutory Agent Acceptance](#)
- ◆ [ACC Cover Sheet](#)
- ◆ [Forms page \(includes all the ACC forms\) on the ACC's web site](#)

Links on Arizona Statutory Agent Services' web site:

- ◆ [White Glove Service](#)
- ◆ [Purchase initial documents](#) (Resolutions, Minutes of Meeting forms, EIN Application, Disclaimer Agreement)

Arizona Statutory Agent Services, LLC

Attn: Carlton C. Casler
12725 W. Indian School Road, Suite E-101
Avondale, Arizona 85392

602-255-0101 Office

602-255-0431 Fax

www.ArizonaStatutoryAgentServices.com

Manager@ArizonaStatutoryAgentServices.com



Hover over "balloons" for information.

Articles of Organization

ARIZONA CORPORATION COMMISSION

Corporations Division
1300 West Washington Street
Phoenix, Arizona 85007
www.azcc.gov
(602) 542-3026



Instructions L010i

General Information

Who can form a limited liability company ("LLC")? One or more persons can form an Arizona LLC by signing and filing Articles of Organization with the Arizona Corporation Commission. A.R.S. § 29-631. These persons are called "organizers." "Person" includes individuals and entities. A.R.S. § 29-601(15). "Entity" means domestic or foreign corporations, limited liability companies, and other associations – see A.R.S. § 29-601(15). Statutes are available on the Arizona Legislature's website, www.azleg.gov, by following the link for Arizona Revised Statutes.

Does the organizer have to be a member or manager? No. The person or persons who sign the Articles of Organization can be, but do not have to be, members or managers of the LLC before or after formation of the LLC. A.R.S. § 29-631.

What are the LLC name requirements? The examiner will determine if the LLC name to be used complies with the statutory requirements, but you can review the name criteria, check for name availability and, if desired, submit a name reservation application by using our website at www.ecorp.azcc.gov. Reserving the name is not required. Web access is available to the public at our Phoenix and Tucson offices.

The LLC name must satisfy the requirements of A.R.S. § 29-602. The professional LLC name must satisfy the requirements of A.R.S. § 29-845. Statutes are available on the Arizona Legislature's website, www.azleg.gov, by following the link for Arizona Revised Statutes.

The minimum requirements under Arizona law for the name of a limited liability company are that it:

shall contain the words "limited liability company" or "limited company" or the abbreviations "L.L.C.", "L.C.", "LLC", or "LC"
AND

shall not contain the words "association", "corporation", "incorporated", or an abbreviation of those words.

If the name contains any of the following words, prior written approval must be obtained from the Arizona Department of Financial Institutions before registration is allowed: Bank; Banker; Banking; Banc; Banco; Banque; Credit Union; Deposit; Savings Association; Building Association; Savings and Loan Association; Building and Loan Association; Savings Bank; Thrift; Trust; or Trust Company. See A.R.S. §§ 29-602, 29-804.

A professional limited liability company name shall not conflict with any of the above, and shall contain the words "professional limited liability company" or one of the following abbreviations: "P.L.L.C.", "P.L.C.", "PLLC", or "PLC", in upper or lower case letters.

Trade name – if the entity name you wish to use has an identical existing trade name registered with the Secretary of State's office, the owner of the trade name must be listed within the document as one of the following: member, manager, officer, director, or statutory agent.

Should I form a professional LLC? You should check with the agency or board that licenses your profession to see if it requires you to form a professional LLC or if it prohibits you from forming a professional LLC. See A.R.S. § 29-841 through 29-847. The Arizona Corporation Commission cannot tell you whether you can or should form a professional LLC, because this issue may involve legal or tax advice, and Commission staff cannot give legal or tax advice to the public.

Note: if you are a licensed real estate agent or broker, check with the Department of Real Estate for requirements before creating your PLLC.

A.R.S. §§ 29-841 through 29-847 apply to professional LLCs. Statutes are available on the Arizona Legislature's website, www.azleg.gov, by following the link for Arizona Revised Statutes.

Can I form a nonprofit LLC? You may form a limited liability company and it can apply to the Internal Revenue Service (IRS) for tax-exempt status, but you do not form a "nonprofit LLC" in Arizona. It is advisable to seek the advice of your tax or legal professional and/or the IRS (www.irs.gov) before you form your LLC. The Commission staff cannot give you legal or tax advice, and cannot tell you whether your LLC will qualify for tax-exempt status.

Should my LLC be member-managed or manager-managed? A general description of each type of management structure is below. The Arizona Corporation Commission cannot advise you on this issue because it involves legal advice, and Commission staff cannot give legal advice. It is prudent to seek the advice of an attorney before forming your LLC in order to make an informed decision about the management structure of your LLC.

Member-managed LLCs have at least one member and do not have any managers listed in the records of the Commission. In general, in a member-managed LLC that has no operating agreement, each member has authority to act for the LLC and each member has one vote per member. Member-managed LLCs with no operating agreement are very similar to partnerships in the way decisions are made, with most day-to-day decisions being made by a majority vote of the members. See A.R.S. § 29-681. Caution – in a two-member LLC with no operating agreement that provides otherwise, both members will always have to agree on every action or decision, because there will never be a majority.

Manager-managed LLCs have at least one manager listed in the records of the Commission, and at least one member who must be listed if the member owns 20% or more of the LLC. In general, in a manager-managed LLC that has no operating agreement, each manager



has authority to act for the LLC and most day-to-day decisions are made by a majority vote of the managers, with each manager having one vote. See A.R.S. § 29-681. Manager-managed LLCs are very similar to corporations in the way day-to-day decisions are made. For example, the managers are like the board of directors of a corporation, and the members are like shareholders. Caution – if there are two managers and no operating agreement that provides otherwise, both managers will always have to agree on every action or decision, because there will never be a majority.

Can the LLC have only one member?

Yes.

Can the only member also be the only manager?

Yes.

What is an operating agreement and do I need one?

An operating is a written or oral (verbal) agreement between all members concerning the affairs of the LLC or the conduct of its business. See A.R.S. §§ 29-601(14), 29-682. An operating agreement is not required by statute. If there is no operating agreement, then the LLC statutes will govern how the LLC conducts its affairs. Your needs may not be addressed by those statutory provisions, and, therefore, you might want an operating agreement. For example, the LLC statutes provide that each member has one vote, but you may want the member who owns a 60% interest to have 60% of the total voting power. Unless there is an operating agreement that changes the voting to percentage interest, then each member will always have one vote, no matter what percentage they own. As a further example, the statutes limit the reasons for expelling members, and you may want more freedom to expel members.

You should seek the advice of a competent professional such as an attorney concerning the particular needs of your LLC to determine whether you need an operating agreement and what it should contain. The Arizona Corporation Commission does not have a form for an operating agreement, and cannot advise you at all about operating agreements. DO NOT FILE operating agreements with the Arizona Corporation Commission.

What is a Statutory Agent?

A Statutory Agent is an individual or a business entity that the LLC appoints for the purpose of accepting service of process (lawsuit papers or legal documents) for the LLC. See A.R.S. §§ 29-604, 29-606. The agent is called a “statutory” agent because a statute requires that the LLC appoint someone for this purpose. See A.R.S. § 29-604. If, for example, a lawsuit is filed against the LLC, the Statutory Agent will be the one who is served (receives the papers on behalf of the LLC), and then the Statutory Agent should give the papers to the LLC. Note that the law requires that the LLC maintain a statutory agent with a valid address on the records of the Arizona Corporation Commission at all times, and the failure to do so will subject the LLC to being administratively dissolved. See A.R.S. §§ 29-604, 29-786. Official notices from the Arizona Corporation Commission will be sent to the statutory agent’s address.

Who can be the Statutory Agent?

A Statutory Agent can be an individual, or an Arizona corporation or LLC, or a foreign corporation or LLC that is authorized to transact business in Arizona. An LLC cannot be its own Statutory Agent – it must appoint someone apart from itself. For example, the LLC can appoint one of its members or managers in his or her capacity as an individual as the statutory agent, but cannot appoint the LLC itself as the statutory agent.

If an individual is appointed as the statutory agent, that individual must be a permanent, full-time resident of the State of Arizona and must have a permanent, full-time physical or street address in the State of Arizona. The mailing address, if any, of that individual statutory agent must also be in Arizona.

The statutory agent must accept the appointment in writing. The statutory agent can accept the appointment by completing and submitting the Statutory Agent Acceptance form M002 found on our website at: www.ecorp.azcc.gov

If the statutory agent is an entity, an authorized agent of that entity can sign the acceptance. An authorized agent is anyone given authority to sign for that entity.

Is publication required? Yes. See A.R.S. § 29-635. A notice of the filing of the Articles of Organization is required to be published. When the Articles are approved for filing, you will receive a Notice Of LLC Formation that you can publish. DO NOT PUBLISH UNTIL THE COMMISSION APPROVES THE ARTICLES FOR FILING. The approval letter you will receive from the Arizona Corporation Commission will contain information on how to publish.

When is the LLC formed?

If no date is specified – if no delayed date is specified in the Articles of Organization, and if the Articles of Organization meet all statutory filing requirements and all fees are paid, the LLC is formed on the date the Articles were delivered to the Arizona Corporation Commission.

If a delayed effective date or time or both is specified – if the Articles of Organization meet all statutory filing requirements and all fees are paid, the Articles would be effective on the specified time and date. If a delayed date is specified, but no time is given, then the time used will be 12:01 a.m. Mountain Standard Time. A delayed effective date may not be later than the ninetieth (90th) day after the date the Articles are delivered to the Commission for filing.

If all filing requirements were not met, the Arizona Corporation Commission will send notice that additional information and/or fees are required. You will have 30 days from the date of that notice in which to submit the requested information and/or fees. If the requested information and/or fees are provided within that 30 days and all statutory filing requirements are met, then the LLC will be considered formed as of the date the original Articles were first delivered to the Commission. If the requested information and/or fees are not provided within that 30 days or do not comply with statutes, then the LLC terminates as of the 31st day after the date of the notice requesting additional information and/or fees.

Filing fee. The filing fee is \$50.00. For expedited processing (read the next paragraph), add \$35.00 to the filing fee. All fees are nonrefundable. See A.R.S. § 29-851.


Processing time. Processing times are posted on our website each Monday at www.ecorp.azcc.gov. For expedited (faster) processing, payment of the expedite fee plus payment of the filing fee must be submitted. See A.R.S. § 29-851. The expedite fee is \$35.00. See Decision No. 68008, July 22, 2005, Docket No. AC-00000A-05-0488. The Arizona Corporation Commission does not currently offer same day or next day service.

Instructions

Number 1. Check one box to indicate whether the LLC will be a regular (non-professional) LLC or a professional LLC. Please refer to “Should I form a professional LLC” under the General Information section above.

Number 2. Give the exact name of the LLC, including exact spelling, punctuation, and an appropriate LLC identifier such as Limited Liability Company or LLC, etc. Please refer to “What are the name requirements” under the General Information section above.


Number 3. If the LLC will be a professional LLC (if “professional limited liability company” was checked in number 1), then briefly describe the type of professional services that will be rendered by the LLC.

 **Number 4.1.** Please refer to “What is a statutory agent” and “Who can be the statutory agent” under the General Information section above. List the name of the statutory agent – either an individual or entity, not both. If the statutory agent is an entity, you can put the name of a person to whom correspondence will be directed on the “Attention” line directly underneath the statutory agent name line, and the name will become part of the address. A name in the “Attention” line will NOT change the identity of the statutory agent. Provide a street address for the statutory agent directly underneath the “Attention” line, completing all blanks that are not marked optional. The address will be viewable by the public on the internet. Note that LLCs are required to maintain a statutory agent at a valid address in the records of the Arizona Corporation Commission at all times, and failure to do so will subject


the LLC to being administratively dissolved. See A.R.S. §§ 29-604, 29-786. Note that official notices from the Arizona Corporation Commission will be mailed to the statutory agent at its street address, unless a statutory agent mailing address is provided, in which case notices will be mailed to the statutory agent mailing address.

Number 4.2. The statutory agent named in number 4.1 can have a separate mailing address, which can be a P.O. Box or a personal mail box. The address will be viewable by the public on the internet. If the statutory agent is an individual, the mailing address must be in Arizona. Complete all address blanks that are not optional. Note that official notices from the Arizona Corporation Commission will be mailed to the statutory agent at its street address, unless a statutory agent mailing address is provided, in which case notices will be mailed to the statutory agent mailing address. Note that LLCs are required to maintain a statutory agent at a valid address in the records of the Arizona Corporation Commission at all times, and failure to do so will subject the LLC to being administratively dissolved. See A.R.S. §§ 29-604, 29-786.

Number 4.3. The individual or entity named as statutory agent must accept the appointment as statutory agent by signing a statement of acceptance. The statutory agent can independently complete and submit form M002, the Statutory Agent Acceptance form, available on our website at this link: <http://www.azcc.gov/Divisions/Corporations/forms/formsindex.asp>, however, it is recommended that the acceptance form be delivered simultaneously with the Articles. If no statutory agent acceptance is in the Arizona Corporation Commission system at the time the Articles are examined, the Articles will be rejected.

 **Number 5.** The Arizona known place of business (KPB) address must be a street address in Arizona, and it can be the same as the statutory agent’s street address. See A.R.S. § 29-604. The address will be viewable by the public on the internet. If the KPB address is the same as the statutory agent’s street address, check the “yes” box and continue with number 6, and do not list any address under number 5.2. If the

KPB is not the same as the statutory agent’s street address, check the “no” box and provide a street address in number 5.2 by completing all address blanks that are not marked as optional. Note that the LLC is required to maintain a valid KPB in the records of the Arizona Corporation Commission at all times, and failure to do so will subject the LLC to being administratively dissolved. See A.R.S. §§ 29-604, 29-786.

 **Number 6.** The LLC must indicate how long it intends to exist – this is its duration or life period. The life period is presumed to be perpetual (forever) unless the other box is checked and a corresponding date is listed. If the LLC’s existence will be perpetual, do not check the box.

Numbers 7 and 8. You must select a management structure for the LLC. Choose either 7 or 8, but not both. Please refer to “Should my LLC be member-managed or manager-managed” under the General Information section above.

Number 7. If the LLC will be manager-managed, check this box and then complete and attach only the Manager Structure Attachment. The Articles will be rejected if they are submitted without the Manager Structure Attachment.

Number 8. If the LLC will be member-managed, check this box and then complete and attach only the Member Structure Attachment. The Articles will be rejected if they are submitted without the Member Structure Attachment.

Number 9. Please refer to “Who can form a limited liability company” under the General Information section above. The organizer must sign under penalty of law. See the Signature and Verification section below.

Signature and Verification

The organizer must sign the Articles of Organization.

The document is submitted under penalty of law.

Sign on the signature line in the Signature section. Print the name of the individual signing. Fill in the date.

Submit the document

Cover Sheet. All documents should be submitted with a Cover Sheet. Forms are available on our website at this link: www.ecorp.azcc.gov

What to submit:

1. Cover Sheet
2. Articles of Organization
3. Member Structure Attachment
OR
Manager Structure Attachment
4. Statutory Agent Acceptance
5. Payment.

By Mail. Mail the completed paper document, cover sheet, and payment (see below for payment information) to:
Arizona Corporation Commission
Corporations Division
1300 W. Washington St.
Phoenix, Arizona 85007

In Person. Deliver the completed document, cover sheet, and payment (see below for payment information) to:
Arizona Corporation Commission
Corporations Division
1300 W. Washington St.
Phoenix, Arizona 85007

Payment Methods

Credit card. If submitting the document in person, payment by credit card is acceptable. Credit cards cannot be used if submitting by mail or by fax. The Arizona Corporation Commission accepts only Visa, MasterCard, or American Express.

Check. If submitting the document by mail or in person, payment by check is acceptable. Checks must be made payable to "Arizona Corporation Commission," with all words spelled out and no abbreviations. Checks must be completely and properly filled out, including the amount sections. We will not accept checks drawn on non-U.S. banks.

Money order. If submitting the document by mail or in person, payment by money order is acceptable.

Cash. If submitting the document in person, cash payments are acceptable. Do not mail cash.

Questions

For questions, contact Customer Service at 602-542-3026, or, within Arizona only, 800-345-5819.

ARTICLES OF ORGANIZATIONRead the Instructions [L010i](#)**1. ENTITY TYPE – check only one** to indicate the type of entity being formed:

LIMITED LIABILITY COMPANY
(entity name must contain the words "Limited Liability Company" or "LLC")



PROFESSIONAL LIMITED LIABILITY COMPANY
(entity name must contain the words "Professional Limited Liability Company" or "PLLC")

2. ENTITY NAME – see Instructions L010i for full naming requirements – give the exact name of the LLC:**3. PROFESSIONAL LIMITED LIABILITY COMPANY SERVICES –** if and only if professional LLC is checked in number 1 above, describe the professional services that the professional LLC will provide (*examples*: law firm, accounting, medical):**4. STATUTORY AGENT for service of process – see Instructions L010i**

4.1 REQUIRED – give the **name** (can be an Arizona resident or an Arizona-registered entity) **and physical or street address** (not a P.O. Box) in Arizona of the statutory agent:

4.2 OPTIONAL – mailing address in Arizona of Statutory Agent (can be a P.O. Box):

Arizona Statutory Agent Services, L.L.C.

Statutory Agent Name

Attn: Carlton C. Casler

Attention (optional)

12725 W. Indian School Rd., Ste. E-101

Address 1

Attention (optional)

Address 1

Address 2 (optional)

AZ

City Avondale State Zip 85392

City

State

Zip

Address 2 (optional)

AZ

City

State

Zip

4.3 REQUIRED– the [Statutory Agent Acceptance](#) form M002 must be submitted along with these Articles of Organization.

5. ARIZONA KNOWN PLACE OF BUSINESS ADDRESS:

- 5.1** Is the Arizona known place of business address the same as the **street address** of the statutory agent? Yes – go to number 6 and continue
 No – go to number 5.2 and continue

- 5.2** If you answered “**No**” to number 5.1, give the **physical or street address** (not a P.O. Box) of the known place of business of the LLC in Arizona:

Attention (optional)		
Address 1		
Address 2 (optional)		AZ
City	State or Province	Zip
Country	U.S.A.	

6. DURATION – if the duration or life period of the LLC is perpetual (forever), then skip this section and continue to number 7 or number 8. Otherwise, check only one box below *and* fill in the corresponding blank:

The LLC’s life period will end on this **date**: _____ (enter a date)

COMPLETE NUMBER 7 OR NUMBER 8 – NOT BOTH.

7. MANAGER-MANAGED LLC – see [Instructions L010i](#) – check this box if management of the LLC will be vested in a manager or managers (meaning one or more managers will run the company) and complete and attach **ONLY** the [Manager Structure Attachment form L040](#). (Both members and managers will be listed on the Manager Structure Attachment.) *The filing will be rejected if it is submitted without the attachment.*

8. MEMBER-MANAGED LLC – see [Instructions L010i](#) – check this box if management of the LLC will be reserved to the members (meaning all members will run the company together if there is no operating agreement stating otherwise), and complete and attach **ONLY** the [Member Structure Attachment form L041](#). (All members will be listed on the Member Structure Attachment.) *The filing will be rejected if it is submitted without the attachment.*

The person signing below declares and certifies *under penalty of law* that the information contained within this document together with any attachments is true and correct, and is submitted in compliance with Arizona law.

Signature _____
Date

Printed Name

Filing Fee: \$50.00 (regular processing) Expedited processing – add \$35.00 to filing fee. All fees are nonrefundable - see Instructions.	Mail: Arizona Corporation Commission Corporate Filings Section 1300 W. Washington St., Phoenix, Arizona 85007 Fax: 602-542-4100
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Please be advised that A.C.C. forms reflect only the **minimum** provisions required by statute. You should seek private legal counsel for those matters that may pertain to the individual needs of your business.
All documents filed with the Arizona Corporation Commission are **public record** and are open for public inspection.
If you have questions after reading the Instructions, please call 602-542-3026 or (within Arizona only) 800-345-5819.

STATUTORY AGENT ACCEPTANCE

Please read Instructions [M002i](#)

1. **ENTITY NAME** – give the **exact** name in Arizona of the corporation or LLC that has appointed the Statutory Agent (this must match exactly the name as listed on the document appointing the statutory agent, e.g., Articles of Organization or Article of Incorporation):

2. **STATUTORY AGENT NAME** – give the exact name of the Statutory Agent appointed by the entity listed in number 1 above (this will be *either* an individual or an entity). **NOTE** - the name must match **exactly** the statutory agent name as listed in the document that appoints the statutory agent (e.g. Articles of Incorporation or Articles of Organization), including any middle initial or suffix:

Arizona Statutory Agent Services, L.L.C.

(ACC Entity ID: L12783073)

3. STATUTORY AGENT SIGNATURE:

By the signature appearing below, the individual or entity named in number 2 above accepts the appointment as statutory agent for the entity named in number 1 above, and acknowledges that the appointment is effective until the appointing entity replaces the statutory agent or the statutory agent resigns, whichever occurs first.

The person signing below declares and certifies *under penalty of perjury* that the information contained within this document together with any attachments is true and correct, and is submitted in compliance with Arizona law.

Carlton C. Casler

Signature

Printed Name

Date

as Manager and on behalf of
Arizona Statutory Agent Services, L.L.C.

REQUIRED – check only one:

- | | |
|--|--|
| <input type="checkbox"/> Individual as statutory agent: I am signing on behalf of myself as the individual (natural person) named as statutory agent. | <input checked="" type="checkbox"/> Entity as statutory agent: I am signing on behalf of the entity named as statutory agent, and I am authorized to act for that entity. |
|--|--|

Filing Fee: none (regular processing)
Expedited processing – not applicable.
All fees are nonrefundable - see Instructions.

Mail: Arizona Corporation Commission - Corporate Filings Section
1300 W. Washington St., Phoenix, Arizona 85007
Fax: 602-542-4100

Please be advised that A.C.C. forms reflect only the **minimum** provisions required by statute. You should seek private legal counsel for those matters that may pertain to the individual needs of your business.

All documents filed with the Arizona Corporation Commission are **public record** and are open for public inspection.
If you have questions after reading the Instructions, please call 602-542-3026 or (within Arizona only) 800-345-5819.

MANAGER STRUCTURE ATTACHMENT

1. ENTITY NAME – give the exact name of the LLC (foreign LLCs – give name in domicile state or country):

2. MANAGERS / MEMBERS – give the name and address of each and every **manager** and list all **members who own 20% or more** of the profits or capital of the LLC. **Use one block per person.** Check the appropriate box or boxes below each person listed. If more space is needed, use another [Manager Structure Attachment](#) form.

1.				2.			
Name				Name			
Address 1				Address 1			
Address 2 (optional)			Zip	Address 2 (optional)			Zip
City		State or Province	Zip	City		State or Province	Zip
Country				Country			
<input type="checkbox"/> Manager		<input type="checkbox"/> Member		<input type="checkbox"/> Manager		<input type="checkbox"/> Member	
3.				4.			
Name				Name			
Address 1				Address 1			
Address 2 (optional)			Zip	Address 2 (optional)			Zip
City		State or Province	Zip	City		State or Province	Zip
Country				Country			
<input type="checkbox"/> Manager		<input type="checkbox"/> Member		<input type="checkbox"/> Manager		<input type="checkbox"/> Member	
5.				6.			
Name				Name			
Address 1				Address 1			
Address 2 (optional)			Zip	Address 2 (optional)			Zip
City		State or Province	Zip	City		State or Province	Zip
Country				Country			
<input type="checkbox"/> Manager		<input type="checkbox"/> Member		<input type="checkbox"/> Manager		<input type="checkbox"/> Member	

MEMBER STRUCTURE ATTACHMENT

1. ENTITY NAME – give the exact name of the LLC (foreign LLCs – give name in domicile state or country):

2. MEMBERS – give the name and address of **all Members**. If more space is needed, use another [Member Structure Attachment](#) form.

<p>1.</p> <p>Name</p> <p>Address 1</p> <p>Address 2 (optional)</p> <p>City <input style="width: 150px;" type="text"/> State or Province Zip</p> <p>Country <input style="width: 150px;" type="text"/></p>	<p>2.</p> <p>Name</p> <p>Address 1</p> <p>Address 2 (optional)</p> <p>City <input style="width: 150px;" type="text"/> State or Province Zip</p> <p>Country <input style="width: 150px;" type="text"/></p>
<p>3.</p> <p>Name</p> <p>Address 1</p> <p>Address 2 (optional)</p> <p>City <input style="width: 150px;" type="text"/> State or Province Zip</p> <p>Country <input style="width: 150px;" type="text"/></p>	<p>4.</p> <p>Name</p> <p>Address 1</p> <p>Address 2 (optional)</p> <p>City <input style="width: 150px;" type="text"/> State or Province Zip</p> <p>Country <input style="width: 150px;" type="text"/></p>
<p>5.</p> <p>Name</p> <p>Address 1</p> <p>Address 2 (optional)</p> <p>City <input style="width: 150px;" type="text"/> State or Province Zip</p> <p>Country <input style="width: 150px;" type="text"/></p>	<p>6.</p> <p>Name</p> <p>Address 1</p> <p>Address 2 (optional)</p> <p>City <input style="width: 150px;" type="text"/> State or Province Zip</p> <p>Country <input style="width: 150px;" type="text"/></p>
<p>7.</p> <p>Name</p> <p>Address 1</p> <p>Address 2 (optional)</p> <p>City <input style="width: 150px;" type="text"/> State or Province Zip</p> <p>Country <input style="width: 150px;" type="text"/></p>	<p>8.</p> <p>Name</p> <p>Address 1</p> <p>Address 2 (optional)</p> <p>City <input style="width: 150px;" type="text"/> State or Province Zip</p> <p>Country <input style="width: 150px;" type="text"/></p>

ARIZONA CORPORATION COMMISSION CORPORATIONS DIVISION

COVER SHEET

USE A SEPARATE COVER SHEET FOR EACH DOCUMENT
**** ORDER COPIES USING A [RECORDS REQUEST FORM](#) ****

WHAT ARE YOU FILING?

- New Entity Change to existing entity Re-submission of rejected filing

ENTITY NAME - give the exact name of the corporation as currently shown in A.C.C. records:

EXPEDITED PROCESSING?

- YES - add \$35 to the filing fee NO - pay only the filing fee

Document filing fees are listed on the bottom of each form or on the fee schedule on our website, <http://ecorp.azcc.gov>, under the FAQs.

PAYMENT:

- MOD Account #: _____ Total amount to deduct: _____

Cash - do not mail cash. Cash may be used only for in-person submittals.

Checks or money orders - must be made payable to "Arizona Corporation Commission," with all words spelled out and no abbreviations. Checks must be completely and properly filled out, including the amount sections. UNACCEPTABLE CHECKS include: no imprinted or preprinted name and address of the account holder; no imprinted or preprinted check number; handwritten or stamped names, addresses, or check numbers; temporary checks (new accounts).

Credit cards - may be used for in-person submittals, and for online corporation annual reports, online name reservations, or online certificates of good standing. We accept only Visa, MasterCard, and American Express.

REQUIRED - RETURN DELIVERY OPTION (PLEASE PRINT CLEARLY and select only ONE):

<input type="checkbox"/> Email	Email address:	
<input type="checkbox"/> Pick up	Name:	Phone:
<input type="checkbox"/> Mail	Name:	
	Address:	
	City:	State: Zip:
	Phone:	

DOCUMENTS WILL BE MAILED IF THEY ARE NOT PICKED UP IN A TIMELY MANNER (APPROXIMATELY ONE WEEK)

FOR ARIZONA CORPORATION COMMISSION USE ONLY

PICK-UP BY: _____ **DATE:** _____

View current processing times at: www.azcc.gov/Divisions/Corporations/document-processing-times.pdf