

STATE OF HAWAII
DEPARTMENT OF COMMERCE AND CONSUMER AFFAIRS
Business Registration Division
1010 Richards Street
Mailing Address: P.O. Box 40, Honolulu, Hawaii 96810

**INSTRUCTIONS FOR FILING ARTICLES OF ORGANIZATION FOR
LIMITED LIABILITY COMPANY**

Instructions: Articles must be typewritten or printed in **black ink**, and must be legible. The articles must be signed and certified by each organizer of the company. All signatures must be in **black ink**. Submit original articles and one true copy together with the appropriate fee. In compliance with the Uniform Limited Liability Company Act, the date of registration will be the date the Articles of Organization is filed.

If stamped copies are required, submit total number of copies that need to be stamped. The stamped copies will be returned after the articles have been processed.

(Optional) If certified copies are required, submit total number of copies that need to be certified together with the original articles and fees. The fee for one certified copy is \$10.00 plus \$.25 per page.

- Article I. State the exact company name. The name must contain the words *Limited Liability Company* or the abbreviation *L.L.C.* or *LLC*.
- Article II. State the complete street address (including number, street, city, state, and zip code) of the company's initial designated office in Hawaii. If no specific street address is available, state the rural route number or post office box designated by the United States Postal Service.
- Article III. State the name and complete street address (including number, street, city, state, and zip code) of the company's agent for service of process.
- Article IV. State the name and complete street address (including number, street, city, state, and zip code) of each organizer of the company.
- Article V. Check whether the period of duration of the company is at-will or for a specified term. Enter the expiration date if duration is for a specified term.
- Article VI. Check whether the company is manager-managed or member-managed, and state the name and complete residence addresses of either the initial managers if manager-managed or the initial members if member-managed. If manager-managed, state the number of initial members.
- Article VII. Check whether the members are liable or not liable for the debts, obligations and liabilities of the company.
- Article VIII. For LLC resulting from conversion only.
- a. State the name of the partnership being converted and check whether it was a general or limited partnership.
 - b. Check whether the agreement of conversion was approved by all of the partners or by a number or percentage of the partners according to the partnership agreement.
 - c. Check *partnership registration statement* if the partnership being converted is a general partnership or *certificate of limited partnership* if the partnership being converted is a limited partnership and whether the effective date of the conversion is upon the date and time of filing or a subsequent date. If subsequent date is checked, state the date and time the conversion is effective.
 - d. The notice must be published once a week for three consecutive weeks (three publications) in a newspaper of general circulation published in Hawaii. List the dates of publication and the name of the newspaper.

Filing Fees: *Filing fees are not refundable.* Make checks payable to DEPARTMENT OF COMMERCE AND CONSUMER AFFAIRS. **Articles** (\$100), **Articles Resulting from Conversion** (\$100). Dishonored Check (\$15 fee plus interest charge).

NOTICE: THIS MATERIAL CAN BE MADE AVAILABLE FOR INDIVIDUALS WITH SPECIAL NEEDS. PLEASE CALL THE DIVISION SECRETARY, BUSINESS REGISTRATION DIVISION, DCCA, AT 586-2744, TO SUBMIT YOUR REQUEST.