



COMMONWEALTH OF VIRGINIA  
STATE CORPORATION COMMISSION

LLC-1014NP  
(07/08)

ARTICLES OF AMENDMENT  
CHANGING THE NAME AND/OR THE PRINCIPAL OFFICE ADDRESS OF  
A VIRGINIA LIMITED LIABILITY COMPANY  
By the Members

The undersigned, on behalf of the limited liability company set forth below, pursuant to § 13.1-1014 of the Code of Virginia, states as follows:

- 1. The current name of the limited liability company, as it appears on the records of the State Corporation Commission, is

\_\_\_\_\_  
\_\_\_\_\_.

- 2. The name of the limited liability company is changed to

\_\_\_\_\_  
\_\_\_\_\_.

(The name must contain the words limited company or limited liability company or the abbreviation L.C., LC, L.L.C. or LLC)

- 3. The limited liability company's principal office address, including the street and number, is changed to

\_\_\_\_\_ (number/street) \_\_\_\_\_ (city or town) \_\_\_\_\_ (state) \_\_\_\_\_ (zip)

- 4. (See "Approval" Instructions for requisite vote.) The foregoing amendment was adopted by a vote of the members in accordance with the provisions of the Virginia Limited Liability Company Act on \_\_\_\_\_ (date)

Executed in the name of the limited liability company by:

\_\_\_\_\_ (signature)

\_\_\_\_\_ (date)

\_\_\_\_\_ (printed name)

\_\_\_\_\_ (title (e.g., manager or member))

\_\_\_\_\_ (limited liability company's SCC ID no. (optional))

\_\_\_\_\_ (telephone number (optional))

CHECK IF APPLICABLE (see instructions):

- The person signing this document on behalf of the limited liability company has been delegated the right and power to manage the company's business and affairs.

(The articles must be executed in the name of the limited liability company by any manager or other person who has been delegated the right and power to manage the business and affairs of the limited liability company, or if no managers or such other persons have been selected, by any member of the limited liability company.)

**PRIVACY ADVISORY:** Information such as social security number, date of birth, maiden name, or financial institution account numbers is NOT required to be included in business entity documents filed with the Office of the Clerk of the Commission. Any information provided on these documents is subject to public viewing.

SEE INSTRUCTIONS ON THE REVERSE

## INSTRUCTIONS TO FORM LLC-1014NP

The articles must be in the English language, typewritten or printed in black on white, opaque paper 8 1/2" by 11" in size, legible and reproducible, and free of visible watermarks and background logos. A minimum of 1" must be provided on the left, top and bottom margins and 1/2" on the right margin. Use only one side of a page.

You can download this form from our website at [www.scc.virginia.gov/clk/formfee.aspx](http://www.scc.virginia.gov/clk/formfee.aspx).

The limited liability company name must contain the words **limited company** or **limited liability company** or the abbreviation **L.C.**, **LC**, **L.L.C.** or **LLC**.

The proposed new limited liability company name must be distinguishable upon the records of the Commission. See § 13.1-1012 of the Code of Virginia. To check the availability of a limited liability company name, please contact the Clerk's Office Call Center at (804) 371-9733 or toll-free in Virginia at (866) 722-2551.

The principal office is the office where the principal executive offices of the limited liability company are located. See § 13.1-1002 of the Code of Virginia. It is also the location at which the limited liability company is required to keep a current list of the full name and last known address of each member of the limited liability company, as well as the other limited liability company information and records specified in § 13.1-1028 of the Code of Virginia.

The principal office address must include a street and number, if one is associated with the principal office's location. A rural route and box number may only be used if no street address is associated with the principal office's location. A post office box is not acceptable given the statutory provisions described in the preceding paragraph.

**Approval:** For an amendment to be adopted, the amendment must be approved by that number or percentage of members required to amend the company's operating agreement, unless the articles of organization or a written operating agreement provides for a different standard. See §§ 13.1-1014 and 13.1-1023 of the Code of Virginia.

**Signature:** As this form contemplates approval of the amendment by the members, the articles must be signed by a manager or other person who has been delegated the right and power to manage the business and affairs of the limited liability company, or if no managers or such other persons have been selected, by any member of the limited liability company. See § 13.1-1003 of the Code of Virginia.

The person signing the articles must print his or her name and the capacity in which he or she is signing (e.g., manager or member) beneath or opposite his or her signature. A person signing on behalf of a manager or member that is a business entity must set forth the business entity's name, his or her printed name and the capacity in which he or she is signing on behalf of the business entity. See § 13.1-1003 of the Code of Virginia.

**IMPORTANT:** If the articles are being signed by a person, other than a manager or member, who has been delegated the right and power to manage the business and affairs of the limited liability company, the box below the signature area must be marked. The delegation of the right and power to manage the business and affairs of the limited liability company will not be inferred from execution of the articles by a person with the title of "president" or other officer of the limited liability company.

***It is a Class 1 misdemeanor for any person to sign a document he or she knows is false in any material respect with intent that the document be delivered to the Commission for filing. See § 13.1-1006 of the Code of Virginia.***

These articles may not be filed with the Commission until all fees and penalties to be collected by the Commission under the Virginia Limited Liability Company Act have been paid by or on behalf of the limited liability company; provided, however, that an assessed annual registration fee does not have to be paid if these articles are **filed** with an effective date that is on or before the due date of the annual registration fee payment. See § 13.1-1065 of the Code of Virginia.

Submit the original, signed articles to the Clerk of the State Corporation Commission, P.O. Box 1197, Richmond, Virginia 23218-1197, (Street address: 1300 East Main Street, Tyler Building, 1<sup>st</sup> Floor, Richmond, Virginia 23219), along with a check for the filing fee in the amount of **\$25.00**, payable to the State Corporation Commission. **PLEASE DO NOT SEND CASH.** If you have any questions, please call (804) 371-9733 or toll-free in Virginia, (866) 722-2551.

### NOTE

This form contemplates approval of an amendment changing the name and/or principal office address of the limited liability company by the members. Member approval of an amendment is required if the limited liability company has members. If the limited liability company has been formed without any members and no members have been admitted, an amendment may be adopted by a majority of the persons named as a manager in the articles of organization. If there are no members or managers, an amendment may be adopted by a majority of the organizers of the limited liability company. See § 13.1-1014 of the Code of Virginia. See (and follow) guideform LLC-1014 for all amendments to the articles of organization of a limited liability company that are not covered by this form. It may be downloaded from our website at [www.scc.virginia.gov/clk/formfee.aspx](http://www.scc.virginia.gov/clk/formfee.aspx).