



Guide for Articles of Domestication
(Foreign limited liability company intending to become a
Virginia limited liability company)

The Commission produced this guide to help you prepare the limited liability company's articles of domestication. You *must* prepare your articles as a separate document, using this form as a guide only, inserting appropriate information and omitting all inapplicable text (like the header, seal of the Commission, and the italicized portions).

NOTE: A marked-up version of this guide **will not** be accepted.

ARTICLES OF DOMESTICATION OF
(foreign limited liability company's name)

The undersigned, on behalf of the foreign limited liability company set forth below, pursuant to Title 13.1, Chapter 12, Article 14 of the Code of Virginia, states as follows:

1. The name of the foreign limited liability company immediately before the filing of these articles of domestication is *(foreign limited liability company's name)*. Upon the filing of these articles, the name of the limited liability company shall be *(Virginia limited liability company's name)*.
2. The limited liability company was originally formed, organized, or incorporated under the laws of *(state or other jurisdiction)* on *(date)* as a *(entity type)* with the name *(original name)*. *(If the limited liability company subsequently changed its entity type or jurisdiction of formation, organization, or incorporation, set forth the effective date of the change and the limited liability company's name, entity type, and jurisdiction of formation, organization, or incorporation upon consummation of each change.)*
3. The plan of domestication, pursuant to § 13.1-1075 of the Code of Virginia, is set forth as follows:
 - A. The limited liability company is presently domesticated under the laws of *(state or other jurisdiction of organization)*, and the jurisdiction in which the limited liability company is to be domesticated is the Commonwealth of Virginia.
 - B. The full text of the amended and restated articles of organization of the limited liability company that will be in effect upon consummation of the domestication is attached hereto.
 - C. *(Set forth the additional terms and conditions of the domestication, including any additional provisions that are related to the domestication.)*
4. The domestication is permitted by the laws of the jurisdiction in which the limited liability company is organized immediately before the filing of these articles, and the limited liability company has complied with those laws in effecting the domestication.

Executed in the name of the limited liability company by:

_____	_____
<i>(signature)</i>	<i>(date)</i>
_____	_____
<i>(printed name)</i>	<i>(title (e.g., manager or member))</i>
_____	_____
<i>(limited liability company's SCC ID no., if assigned)</i>	<i>(telephone number (optional))</i>

(Include the following statement, if needed. See Instructions.)

The person signing the articles has been delegated the right and power to manage the business and affairs of the limited liability company.

(The articles must be signed (i) by a manager, (ii) by a person (with a different title) who has been delegated the right and power to manage the business and affairs of the company (which requires the inclusion of the statement above this paragraph), (iii) if no managers or such other persons have been selected, by any member, or (iv) by a person who is authorized to sign an amendment to the articles of organization or other constituent documents delivered for filing to the Secretary of State or other official having custody of limited liability company records in the state or other jurisdiction under whose law the limited liability company is formed before the filing of the articles of domestication. See § 13.1-1003 of the Code of Virginia.)