# Application for a Certificate of Cancellation to Cancel a Certificate of Registration to Transact Business in Virginia as a Foreign Protected Series Instructions

Filing Requirements		
Pay all fees and penalties before submitting this application to the Commission. If the Commission issues the certificate of cancellation		
on or before the annual registration fee due date, payment of the registration fee for the current year is not required.		
Required Fees		
Filing Fee: \$25.00		
File Online Today	Paper Filing	
Visit https://cis.scc.virginia.gov to file an Application for a	Download from https://scc.virginia.gov/pages/Foreign-Limited-Liability-	
Certificate of Cancellation in real time.	Companies complete, print, and mail or deliver to below address:	
Questions?	State Corporation Commission Courier Delivery Address	
Visit the CIS help page at <u>https://scc.virginia.gov/pages/CIS-</u>	Clerk's Office 1300 E. Main St, 1 <sup>st</sup> floor	
Help for how-to guides, answers to frequently asked	P.O. Box 1197 Richmond, VA 23219	
questions, and helpful videos.	Richmond, VA 23218-1197	
Pay online with a credit card or eCheck. No additional	Include a check payable to State Corporation Commission.	
processing fees apply for filing online.	DO NOT SEND CASH.	

### Note

A foreign protected series that has had its existence canceled in its jurisdiction of formation, has stopped transacting business in Virginia, or has wound up its affairs will remain active on the Commission's records and will remain liable for paying annual registration fees until cancellation has been completed (or the foreign protected series' certificate of registration to transact business is canceled for failure to pay its annual registration fee or maintain a registered office and registered agent in Virginia).

# **Specific Instructions**

## I Foreign Protected Series Name

State the foreign protected series' name exactly as it currently appears in its foreign protected series statement of designation. Include the company's designated name for use in Virginia (in parentheses), if one was adopted.

#### II & V Identification Number

To obtain the company's SCC ID number, visit <u>https://cis.scc.virginia.gov</u>, or contact the Clerk's Office.

III Foreign Series Limited Liability Company Name

Provide the name of the foreign series limited liability company that established the foreign protected series, exactly as it appears on record with the Commission.

#### Signature

If the foreign series LLC has **not** been merged, consolidated or converted, one of the following with the right and power to manage the foreign series LLC's business affairs must sign the application:

• a manager or other selected person

- a member (e.g., an owner is a member), if there is no manager or other person selected
- a person authorized to sign an amendment to the articles of organization or other constituent documents or other official having custody of foreign series LLC's records
- a receiver, trustee, or other court-appointed fiduciary, if applicable

Include the signature, printed name, position title (e.g., manager or member), and date signed. An individual signing on behalf of a business entity that is (i) a manager or member of the foreign series limited liability company, or (ii) the surviving or resulting entity of a merger or consolidation with or conversion by the foreign series limited liability company, must set forth his or her printed name, the person's title as to the business entity or surviving or resulting entity, the entity's name, and entity's title as to the foreign series limited liability company (e.g., manager, member, surviving entity, etc.). Providing an entity phone number or email address allows for quicker communication if there is an issue with the filing.

# Important Information

The application must be in the English language, typewritten or legibly printed in black, using the following guidelines:

• use solid white paper • one-sided

- minimum 1.25" top margin and 0.75" all other sides
- size 8 1/2" x 11" no visible watermarks or background logos

**Do not include Personally Identifiable Information**, such as a Social Security number, in a business entity document submitted to the Office of the Clerk for filing with the Commission. Information in these documents is available to the public. For more information, see Notice Regarding Personally Identifiable Information at <a href="http://www.scc.virginia.gov/clk">www.scc.virginia.gov/clk</a>.

Form LLC1099.23I (Eff. 11/21)



Commission

Pursuant to § 13.1-1099.23I of the Code of Virginia, the undersigned, on behalf of the foreign limited liability company named below, states as follows:

I The foreign protected series' name:

(include the designated name for use in Virginia, if one was adopted, in parentheses)

- II The foreign protected series' SCC ID number: \_
- III The name of the foreign series LLC that established the foreign protected series:
- **IV** The jurisdiction of formation of the foreign series LLC:
- V The foreign series LLC's SCC ID Number: \_
- VI The foreign protected series revokes the authority of its registered agent to accept service on its behalf and appoints the Clerk of the Commission as its agent for service of process in any proceeding based on a cause of action arising during the time it was registered to transact business in Virginia and commits to notify the Clerk of the Commission in the future of any change in its mailing address.
- **VII** A mailing address to which the Commission may mail a copy of any process served on the Clerk of the Commission as agent for the foreign protected series:
- VIII The foreign protected series is not transacting business in Virginia, surrenders its registration to transact business in Virginia.
- IX The foreign protected series certifies that: (Mark appropriate box.)
  - □ It has filed returns and has paid all state taxes to the time of the certificate; or
  - □ It is not required to file any return or pay any state taxes.

#### Signature

The official signing this application has been delegated the right and power to manage the foreign series limited liability company's business affairs and affirms the above statements are true and is authorized to sign this application on behalf of the foreign series limited liability company canceling the foreign protected series' certificate of registration.

Signature	Date	Tel. # (optional)
Printed Name	Title	Email Address (optional)
Business Tel. # (optional)	Business Email Address (optional)	
Provide a name and mailing address for sending correspondence regarding the filing of this document (if left blank, correspondence will be sent to the registered agent at the registered office):		
Name		
Address		

Required Fee: \$25.00