Application for Certificate of Registration to Transact Business in Virginia Instructions

Required Documentation

Submit with this Commission-prescribed application a **certified or otherwise authenticated copy** of the LLC's **articles of organization and all amendments and corrections thereto**, **authenticated within the past 12 months** by the Secretary of State or other public official with custody of company records in its jurisdiction of formation. Certification must indicate that each document is a "true and correct copy" of the official records, or words to that effect.

Paper Filing	
Download from https://scc.virginia.gov/pages/Foreign-Limited-	
for Certificate of Registration to Transact Business in Virginia in Liability-Companies complete, print, and mail or deliver to be	
address:	
State Corporation Commission Courier Delivery Address	
Clerk's Office 1300 E. Main St, 1 st floor	
P.O. Box 1197 Richmond, VA 23219	
Richmond, VA 23218-1197	
Include a check payable to State Corporation Commission.	
DO NOT SEND CASH.	

Specific Instructions

I Name and Organization Details

State the company's name exactly as it appears in its articles of organization. Adopt a designated name required for use in Virginia if:

- The limited liability company's name does not contain the abbreviation L.C., LC, L.L.C., or LLC, or the words Limited Company or Limited Liability Company
- The name of the company is unavailable in Virginia To check name availability, visit <u>https://cis.scc.virginia.gov</u>, or contact the Clerk's Office.

Original date of formation refers to the original date of organization, formation, or incorporation as an entity. Period of duration refers to the date on which the LLC's existence is set to expire. Indicate "perpetual," if applicable. If the LLC was previously authorized or registered to transact business in Virginia, include on an attachment, with respect to every such prior authorization or registration:

- The name of the entity
- The state or other jurisdiction of incorporation, organization, or formation
- The entity's type
- The identification number issued to the entity by the Commission

If the LLC is a foreign series LLC, include in an attachment the name and jurisdiction of each foreign protected series established by the foreign series LLC. **Note:** Registration of the foreign series LLC does not register the foreign protected series. An *Application for Registration as a <u>Foreign Protected Series</u> must be filed for each existing foreign protected series that will transact business in Virginia. II Principal Office*

The principal office is the location of the company's principal executive offices. Unless the information is available electronically, the company must keep a current list of its members and other internal company records at the principal office. A post office box, by itself, is not allowed.

III Registered Agent

The company must have a registered agent in Virginia. The registered agent's sole duty is to accept legal documents and notices on behalf of the company. The limited liability company may not serve as its own registered agent. The registered agent must be an individual or entity that meets one of the qualifications. Check the applicable box.

IV Registered Office

The registered office location must be identical to the registered agent's business office.

- Only use a rural route and box number if the registered office's location has no street address.
- Only use a post office box if (i) there is no street address or rural route and box number, or (ii) the town/city has a population of 2,000 or less.

Provide the name of the county \underline{or} independent city where the registered office is physically located.

Signature

One of the following officials with the right and power to manage the company's business affairs must sign the application:

- a manager
- a person delegated the right and power to manage the LLC's business and affairs
- a member, if there is no manager or other such person selected
- a person authorized to sign post-formation documents on behalf of the LLC

Do not use the title "owner."

Include the date, printed name, and position title next to the signature. If a manager or member of the LLC is signing on behalf of a business entity, then include the following: the business entity's name, the capacity in which the business entity is signing on behalf of the LLC, the individual's printed name, and the individual's business entity-related title. Providing an entity phone number or email address allows for quicker communication if there is an issue with the filing.

Note

If the LLC's articles state that its sole and specific purpose is to render a "professional service" as defined in § 13.1-1102 of the Code of Virginia, include an attachment listing the name and address of each member, manager, employee, and agent of the LLC who will be providing the professional service in Virginia and whether they are licensed or legally qualified to perform the professional service in Virginia. **Important Information**

Complete this form in English, type or print legibly in black, and use solid white paper with 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 <u>www.scc.virginia.gov/clk</u>.



Application for Certificate of Registration to Transact Business in Virginia as a Foreign Limited Liability Company

L	The foreign limited liability company	s name:	
	The designated name (if required):		
	The jurisdiction of formation:		
	The original date of formation:	The period of duration is \Box perp	etual or \Box expires on:
		additional information on an attachment. Se rized or registered to transact business in	
	☐ The LLC is a foreign series lim	additional information on an attachment.) ited liability company. The name and juris eries LLC is attached to the application. (s	
II	The LLC's principal office address, in	ncluding the street and number (if any), is	
	(number/street)	(city or town)	(state) (zip)
ш	The name of the LLC's registered ag	gent in VIRGINIA:	
	The registered agent is: (Mark appr (1) an INDIVIDUAL who is a resider		
	a member or manager of the		
	5	imited liability company that is a member	or manager of the LLC.
	-	poration that is a member or manager of	-
	\square a general partner of a gener	al or limited partnership that is a member	or manager of the LLC.
	\square a trustee of a trust that is a r	0	
	a member of the Virginia Sta	ite Bar.	
	OR	or ponstack corporation limited liability of	ampany or registered limited liability
		or nonstock corporation, limited liability contransact business in Virginia.	ompany of registered limited liability
IV		office address, including the street and	number, if any, which is identical to the
	business office of the registered	agent, is	
	(number/street)	(city or town)	(zip)
	B. The registered office is physically	\prime located in the \Box county or \Box city of	
		Affirmation Statements	
		bly appointed as the agent of the limited lia	
		egistered agent in Virginia, (ii) the Virginia t resigns, or (iv) the Virginia registered ag	
	exercise of reasonable diligence.		
The	LLC affirms that it is a "foreign limited	liability company" as defined in the Code	of Virginia.
		Signature	
	official signing this document has been delegated ned in the name of the foreign limited	the right and power to manage the company's busines	ss affairs and affirms the above statements are true.
eigi			
Sig	nature	Date	Tel. # (optional)
Pri	nted Name	Title	Email Address (optional)
	nted Name siness Tel. # (optional)	Title Business Email Address (optional)	Email Address (optional)
			Email Address (optional) Required Fee: \$100.00