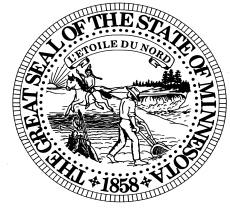


Office of the Minnesota Secretary of State

Articles of Domestication

Minnesota Statutes, Chapter 322C



Read the instructions before completing this form.

Filing Fee: \$80 for expedited service in-person, \$60 if submitted by mail

The following type of organization is being domesticated to or from another jurisdiction and was approved as required by Chapter 322C and any applicable law of another jurisdiction.

1. Check the appropriate box for this domestication filing:

☐

Domestication from a Limited Liability Company in another Jurisdiction to Minnesota Limited Liability Company.

☐

Domestication from a Minnesota Limited Liability Company to a Limited Liability Company in another Jurisdiction and the Minnesota Articles of Organization are being surrendered.

2. Name of the Organization before Domestication is: (Required)

3. Home jurisdiction of Organization before the Domestication is: (Required)

4. Name of the Organization after Domestication is: (Required)

5. Home jurisdiction of Organization after the Domestication is: (Required)

6. The date and, if applicable, the time the Domestication is effective under the governing statute of the Domesticated Organization is:

7. A Domesticated Organization that becomes a foreign Limited Liability Company and which is not authorized to transact business in this state surrenders its prior articles of organization, and appoints the secretary of state as its agent for services of process for purposes of enforcing a debt, obligation, or other liability, as required by section 322C.1013, subd.1, clause(7). The street address of an office that the secretary of state may use for the purposes of section 322C.1014, subdivision 2 is:

Office of the Minnesota Secretary of State

Articles of Domestication

Minnesota Statutes, Chapter 322C



8. If the domesticated company is a Minnesota Limited Liability Company, include a copy of the Articles of Organization for the Minnesota Limited Liability Company with the Articles of Domestication.
9. The domestication was approved as required by Minnesota Statutes, chapter 322C, if the domesticating organization was governed by that chapter, or, if the limited liability company was a non-Minnesota limited liability company, as required by the governing statute of the non-Minnesota jurisdiction.
10. I, the undersigned, certify that I am signing this document as the person whose signature is required, or as agent of the person(s) whose signature would be required who has authorized me to sign this document on his/her behalf, or in both capacities. I further certify that I have completed all required fields, and that the information in this document is true and correct and in compliance with the applicable chapter of Minnesota Statutes. I understand that by signing this document I am subject to the penalties of perjury as set forth in Section 609.48 as if I had signed this document under oath.

Authorized Signature of Individual on Behalf of the Domesticating Organization or Authorized Agent (Required)

Email Address for Official Notices

Enter an email address to which the Secretary of State can forward official notices required by law and other notices:

☐ Check here to have your email address excluded from requests for bulk data, to the extent allowed by Minnesota law.

List the name and daytime phone number of a person who can be contacted about this form:

Contact Name

Phone Number

Entities that own, lease or have any financial interest in agricultural land or land capable of being farmed must register with the Minnesota Department of Agriculture's Corporate Farm Program.

INSTRUCTIONS

This form is intended merely as a guide for filing and is not intended to cover all situations. Retain the original signed copy of this document for your records and submit a legible photocopy for filing with the Office of the Secretary of State.

1. Check the appropriate box for this domestication filing.
2. List the name of the organization that is domesticating, as it is immediately before the Domestication.(Required)
3. List the Home Jurisdiction of the Organization before the Domestication.(Required)
4. List the name that will be filed for the organization immediately after the domestication. (Required)
5. List the Home Jurisdiction of the Organization after the Domestication.(Required)
6. List the date and if applicable, the time the Domestication is effective under the governing statute of the Domesticated Organization.
7. If the domesticated organization will be a foreign organization and is not authorized to transact business in this state surrenders its prior articles of organization and appoints the secretary of state as its agent for services of process for purposes of enforcing a debt, obligation, or other liability under section 322C.1013, subd.1. List the street address of an office that the secretary of state may use for the purposes of section 322C.1014, subd. 2.
8. If the domesticated company is a Minnesota Limited Liability Company, include a copy of the Articles of Organization for the Minnesota Limited Liability Company with the Articles of Domestication.
9. The domestication was approved as required by Minnesota Statutes, chapter 322C, if the domesticated organization was governed by that chapter, or, if the limited liability company was a non-Minnesota limited Liability company, as required by the governing state of the non-Minnesota jurisdiction.
10. Must be signed on behalf of the domesticating company or Authorized Agent (The signing party must indicate on the document that they are acting as the agent of the person(s) whose signature would be required and that they have been authorized to sign on behalf of that person(s).) (Required)

Email Address for Official Notices. This email address may be used to send annual renewal reminds and other important notice that may require action or response. Check the box if you wish to have your email address excluded from requests for bulk data, to the extent allowed by Minnesota law.

List a name and daytime telephone number of a person who can be contacted about this form.

Filing Fee: \$80 for expedited service in-person, \$60 if submitted by mail
Payable to the MN Secretary of State

Please submit all items together and mail to the address below:

FILE IN-PERSON OR MAIL TO:

Minnesota Secretary of State - Business Services
Retirement Systems of Minnesota Building
60 Empire Drive, Suite 100
St Paul, MN 55103

(Staffed 8 a.m. – 4 p.m., Monday - Friday, excluding holidays)

Phone Lines: (9 a.m. - 4 p.m., M-F) Metro Area 651-296-2803; Greater MN 1-877-551-6767

All of the information on this form is public. Minnesota law requires certain information to be provided for this type of filing. If that information is not included, your document may be returned unfiled. This document can be made available in alternative formats, such as large print, Braille or audio tape, by calling (651)296-2803/voice. For a TTY/TTD (deaf and hard of hearing) communication, contact the Minnesota Relay Service at 1-800-627-3529 and ask them to place a call to (651)296-2803. The Secretary of State's Office does not discriminate on the basis of race, creed, color, sex, sexual orientation, national origin, age, marital status, disability, religion, reliance on public assistance or political opinions or affiliations in employment or the provision of service.