

## ARTICLES OF AMENDMENT

*Read the Instructions L015i*

1. **ENTITY NAME** – give the exact name of the LLC as currently shown in A.C.C. records:

2. **A.C.C. FILE NUMBER:** \_\_\_\_\_

Find the A.C.C. file number on the upper corner of filed documents OR on our website at: <http://www.azcc.gov/Divisions/Corporations>

**CHECK THE BOX NEXT TO EACH CHANGE BEING MADE AND COMPLETE THE REQUESTED INFORMATION FOR THAT CHANGE.**

3.  **ENTITY NAME CHANGE** – type or print the exact NEW name of the LLC in the space below:

4.  **MEMBERS CHANGE (CHANGE IN MEMBERS)** – *see Instructions L015i* – **Use one block per person** - FOR MEMBERS CURRENTLY SHOWN IN A.C.C. RECORDS - list the name of each member being changed, and below that provide any new information for that member (new name and/or address), then check all boxes that apply to indicate the change being made for that member. FOR NEW MEMBERS – **in a separate block**, list the name in the NEW Name blank and give the address, and check the appropriate box. If more space is needed, complete and attach the Amendment Attachment for Members form L044.

Name currently shown in ACC records			Name currently shown in ACC records		
NEW Name			NEW Name		
Address 1			Address 1		
Address 2 (optional)			Address 2 (optional)		
City	State or Province	Zip	City	State or Province	Zip
Country			Country		
<input type="checkbox"/> Address change	<input type="checkbox"/> Add as 20% or more member		<input type="checkbox"/> Address change	<input type="checkbox"/> Add as 20% or more member	
<input type="checkbox"/> Name change	<input type="checkbox"/> Add as less than 20% member		<input type="checkbox"/> Name change	<input type="checkbox"/> Add as less than 20% member	
	<input type="checkbox"/> Remove member			<input type="checkbox"/> Remove member	
Name currently shown in ACC records			Name currently shown in ACC records		
NEW Name			NEW Name		
Address 1			Address 1		
Address 2 (optional)			Address 2 (optional)		
City	State or Province	Zip	City	State or Province	Zip
Country			Country		
<input type="checkbox"/> Address change	<input type="checkbox"/> Add as 20% or more member		<input type="checkbox"/> Address change	<input type="checkbox"/> Add as 20% or more member	
<input type="checkbox"/> Name change	<input type="checkbox"/> Add as less than 20% member		<input type="checkbox"/> Name change	<input type="checkbox"/> Add as less than 20% member	
	<input type="checkbox"/> Remove member			<input type="checkbox"/> Remove member	

5.  **MANAGERS CHANGE (CHANGE IN MANAGERS) – Use one block per person – FOR MANAGERS CURRENTLY SHOWN IN A.C.C. RECORDS** - list the name of each manager being changed, and below that provide any new information for that manager (new name and/or address), then check all boxes that apply to indicate the change being made for that manager. **FOR NEW MANAGERS – in a separate block**, list the name in the NEW Name blank and give the address, and check the appropriate box. If more space is needed, complete and attach the Amendment Attachment for Managers form L043.

Name currently shown in ACC records			Name currently shown in ACC records		
NEW Name			NEW Name		
Address 1			Address 1		
Address 2 (optional)			Address 2 (optional)		
City	State or Province	Zip	City	State or Province	Zip
Country			Country		
<input type="checkbox"/> Address change	<input type="checkbox"/> Add as manager		<input type="checkbox"/> Address change	<input type="checkbox"/> Add as manager	
<input type="checkbox"/> Name change	<input type="checkbox"/> Remove manager		<input type="checkbox"/> Name change	<input type="checkbox"/> Remove manager	

6.  **MANAGEMENT STRUCTURE CHANGE – see Instructions L015i** – check only one box below and follow instructions:
- CHANGING TO *MANAGER*-MANAGED LLC – complete and attach the Manager Structure Attachment form L040. *The filing will be rejected if it is submitted without the attachment.*
  - CHANGING TO *MEMBER*-MANAGED LLC – complete and attach the Member Structure Attachment form L041. *The filing will be rejected if it is submitted without the attachment.*

7.  **STATUTORY AGENT CHANGE – NEW AGENT APPOINTED – see Instructions L015j:**

<b>7.1 REQUIRED</b> – give the <b>name</b> (can be an individual or an entity) <b>and physical or street address</b> (not a P.O. Box) in Arizona of the NEW statutory agent:			<b>7.2 OPTIONAL</b> – mailing address in Arizona of NEW Statutory Agent (can be a P.O. Box):		
Statutory Agent Name (required)					
Attention (optional)			Attention (optional)		
Address 1			Address 1		
Address 2 (optional)			Address 2 (optional)		
City	State	Zip	City	State	Zip
<b>7.3 REQUIRED</b> – the <u>Statutory Agent Acceptance</u> form M002 must be submitted along with these Articles of Amendment.					

8.  **STATUTORY AGENT ADDRESS CHANGE – ADDRESS OF CURRENT STATUTORY AGENT** – complete 8.1 and/or 8.2:

<b>8.1 NEW physical or street address</b> (not a P. O. Box) in Arizona of the existing statutory agent:			<b>8.2 NEW mailing address</b> in Arizona of the existing statutory agent (can be a P.O. Box):		
Attention (optional)			Attention (optional)		
Address 1			Address 1		
Address 2(optional)			Address 2 (optional)		
City	State	Zip	City	State	Zip

9.  **ARIZONA KNOWN PLACE OF BUSINESS ADDRESS CHANGE:**

9.1 Is the NEW Arizona known place of business address the same as the street address of the statutory agent?

Yes - go to number 10 and continue

No - go to number 9.2 and continue

9.2 If you answered "No" to number 9.1, give the **NEW physical or street address** (not a P.O. Box) of the known place of business of the LLC in Arizona:

Attention (optional)			
Address 1			
Address 2 (optional)			
City		State or Province	Zip
Country			

10.  **DURATION CHANGE** - check one to indicate the **NEW** duration or life period of the LLC:

Perpetual

The LLC's life period will end on this **date**: \_\_\_\_\_ (enter a date - mm/dd/yy)

The LLC's life period will end upon the occurrence of this **event**:

\_\_\_\_\_ (describe an event)

11.  **ENTITY TYPE CHANGE** - if changing entity type, check one and follow instructions:

Changing to a PROFESSIONAL LLC - number 12 must also be completed.

Changing to a NON-PROFESSIONAL LLC (professional LLC becoming a regular LLC).

12.  **PROFESSIONAL SERVICES CHANGE** - describe the **NEW** type of professional services the professional LLC will render:

\_\_\_\_\_

13.  **OTHER AMENDMENT** - if an amendment was made that was not addressed by the check boxes on this form, then you must attach to these Articles of Amendment a complete copy of the LLC's written amendment.

**SIGNATURE:** By checking the box marked "I accept" below, I acknowledge *under penalty of perjury* that this document together with any attachments is submitted in compliance with Arizona law.

I ACCEPT

Signature

Printed Name

Date (mm/dd/yy)

**REQUIRED** - check only one and fill in the corresponding blank if signing for an entity:

<input type="checkbox"/> This is a <b>manager-managed LLC</b> and I am signing individually as a <b>manager</b> or I am signing for an <b>entity manager named:</b> <div style="border: 1px solid black; height: 20px; width: 100%; margin-top: 5px;"></div>	<input type="checkbox"/> This is a <b>member-managed LLC</b> and I am signing individually as a <b>member</b> or I am signing for an <b>entity member named:</b> <div style="border: 1px solid black; height: 20px; width: 100%; margin-top: 5px;"></div>
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Filing Fee: \$25.00 (regular processing) Expedited processing - add \$35.00 to filing fee. All fees are nonrefundable - see Instructions.	Mail: Arizona Corporation Commission - Corporate Filings Section 1300 W. Washington St., Phoenix, Arizona 85007 Fax: 602-542-4100
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Please be advised that A.C.C. forms reflect only the **minimum** provisions required by statute. You should seek private legal counsel for those matters that may pertain to the individual needs of your business.

All documents filed with the Arizona Corporation Commission are **public record** and are open for public inspection. If you have questions after reading the Instructions, please call 602-542-3026 or (within Arizona only) 800-345-5819.

# Instructions L015i

## Articles of Amendment

### ARIZONA CORPORATION COMMISSION

Corporations Division  
1300 West Washington Street  
Phoenix, Arizona 85007  
[www.azcc.gov](http://www.azcc.gov)  
(602) 542-3026

## General Information

**Are amendments required?** LLCs are required by law to amend their articles of organization if there is a statement in the articles that was false or erroneous when it was made or within 30 days of any of the following events:

- (1) arrangements or facts have changed making the articles of organization inaccurate in any respect, unless the change is only to the statutory agent name or address or the LLC's known place of business address;
- (2) in a member-managed LLC, there is a change in the persons who are members; or
- (3) in a manager-managed LLC, there is a change in the persons who are managers, or in members who own 20% or more of the profits or capital of the LLC. See A.R.S. § 29-633(B). Statutes are available on the Arizona Legislature's website, [www.azleg.gov](http://www.azleg.gov), by following the link for Arizona Revised Statutes. Failure to make a required amendment will subject the LLC to being administratively dissolved. See A.R.S. § 29-786.

**When must a required amendment be made?** If the amendment is a required amendment, the LLC must submit the amendment within 30 days of the occurrence of the event requiring the amendment. See A.R.S. § 29-633(B). Statutes are available on the Arizona Legislature's website, [www.azleg.gov](http://www.azleg.gov), by following the link for Arizona Revised Statutes. Failure to make a required amendment will subject the LLC to being administratively dissolved. See A.R.S. § 29-786.

**What has to be filed with the Arizona Corporation Commission?** In order to amend the articles of organization, the LLC must deliver to the Arizona Corporation Commission Articles of Amendment that contain the text of the amendment and the other information required by statute. See A.R.S. § 29-633. The Arizona Corporation Commission's Articles of Amendment form covers the most

common types of amendments. Use of the A.C.C.'s form is not required. Forms are available on the A.C.C. website, [www.azcc.gov/Divisions/Corporations](http://www.azcc.gov/Divisions/Corporations).

**What are the requirements for changing the LLC name?** The examiner will determine if the LLC name to be used complies with the statutory requirements, but you can review the name criteria, check for name availability and, if desired, submit a name reservation application by using our website at [www.azcc.gov/divisions/corporations/filings/namingpolicy.asp](http://www.azcc.gov/divisions/corporations/filings/namingpolicy.asp). Reserving the name is not required. Web access is available to the public at our Phoenix and Tucson offices.

The LLC name must satisfy the requirements of A.R.S. § 29-602. The professional LLC name must satisfy the requirements of A.R.S. § 29-845. Statutes are available on the Arizona Legislature's website, [www.azleg.gov](http://www.azleg.gov), by following the link for Arizona Revised Statutes.

The minimum requirements under Arizona law for the name of a limited liability company are that it:

shall contain the words "limited liability company" or "limited company" or the abbreviations "L.L.C.", "L.C.", "LLC", or "LC"

AND

shall not contain the words "association", "corporation", "incorporated", or an abbreviation of those words.

If the name contains any of the following words, prior written approval must be obtained from the Arizona Department of Financial Institutions before registration is allowed: Bank; Banker; Banking; Banc; Banco; Banque; Credit Union; Deposit; Savings Association; Building Association; Savings and Loan Association; Building and Loan Association; Savings Bank; Thrift; Trust; or Trust Company. See A.R.S. §§ 29-602, 29-804.

A professional limited liability company name shall not conflict with any of the above, and shall contain the words "professional limited liability company"

or one of the following abbreviations: "P.L.L.C.", "P.L.C.", "PLLC", or "PLC", in upper or lower case letters.

Trade name – if you are the owner of a trade name registered with the Secretary of State's office that is identical to the LLC name you wish to use, you must complete and attach to the Articles of Organization a Trade Name Declaration form M003. Forms are available on our website at <http://www.azcc.gov/Divisions/Corporations/forms/formsindex.asp>.

**Is publication required?** Publication is not required if the amendment changes only (1) the name or address of members or managers; or (2) the known place of business address of the LLC; or (3) the name or address of the statutory agent. If the amendment changes anything else, such as the management structure or the persons who are members or managers, then publication is required. A.R.S. § 29-633(F). **DO NOT PUBLISH UNTIL THE COMMISSION APPROVES THE AMENDMENT FOR FILING.** The approval letter you will receive from the Arizona Corporation Commission will contain information on how to publish.

**Filing fee.** The filing fee is \$25.00. For expedited processing (read the next paragraph), add \$35.00 to the filing fee. All fees are nonrefundable. See A.R.S. § 29-851.

**Processing time.** Processing times are posted on our website each Monday at [www.azcc.gov/Divisions/Corporations](http://www.azcc.gov/Divisions/Corporations). For expedited (faster) processing, payment of the expedite fee plus payment of the filing fee must be submitted. See A.R.S. § 29-851. The expedite fee is \$35.00. See Decision No. 68008, July 22, 2005, Docket No. AC-00000A-05-0488. The Arizona Corporation Commission does not currently offer same day or next day service.

## Instructions

**Number 1.** List the exact name of the LLC as shown in the records of the Arizona Corporation Commission, including exact spelling, punctuation,

and the LLC identifier such as Limited Liability Company or LLC, etc. If you are changing the name of the LLC, you will put that name in number 3. For name changes, please refer to "What are the name requirements" under the General Information section above.

**Number 2.** A.C.C. file number – list the LLC's file number given to it by the Arizona Corporation Commission. Find the file number on our website at [www.azcc.gov/Divisions/Corporations](http://www.azcc.gov/Divisions/Corporations).

**Number 3.** If the LLC is changing its name, check the box and put the NEW name in the blank. Be sure and include the appropriate LLC identifier such as LLC or Limited Liability Company. Please refer to "What are the name requirements" under the General Information section above. If the LLC is not changing its name, do not check the box or fill in that blank.

**Number 4.** Check this box if you are changing information about an existing member or if you are adding or removing a member. For existing members, list their name as shown in the records of the Arizona Corporation Commission on the first line, then make any changes underneath for that member, and then check the appropriate box to indicate the change being made for that member. For new members, list their name on the second line, provide their address, and check the appropriate "add" box.

**Number 5.** Check this box if you are changing information about an existing manager or if you are adding or removing a manager. For existing managers, list their name as shown in the records of the Arizona Corporation Commission on the first line, then make any changes underneath for that manager, and then check the appropriate box to indicate the change being made for that manager. For new managers, list their name on the second line, provide their address, and check the appropriate "add" box.

**Number 6.** Check this box if you are changing the management structure of the LLC, for example, a member-managed LLC is becoming a manager-managed LLC, or vice versa. Then check the appropriate box to indicate the specific change. Any change in management structure will require an attachment – either the Manager

Structure Attachment or the Member Structure Attachment. If the appropriate attachment is not submitted with the Articles of Amendment, the amendment will be rejected.

**Number 7.** If you are appointing a new statutory agent, check the box by number 7 and complete 7.1. Number 7.2 is optional. A Statutory Agent Acceptance form M002 will be required (number 7.3) and should be submitted at the same time as the Articles of Amendment form.

**Number 8.** If you are not appointing a new statutory agent but you are changing the existing agent's address, check the box beside number 8 and complete 8.1 and/or 8.2.

**Number 9.** If you are changing the Arizona known place of business address, check the box beside number 9 and complete number 9.1 and, if applicable, 9.2.

**Number 10.** If you are changing the life period or duration of the LLC, check the box beside number 10 and then check the appropriate box to indicate the new life period. If you check the "date" or "event" boxes, you must provide the corresponding date or event or the document will be rejected.

**Number 11.** If you are changing from a regular LLC to a professional LLC or from a professional LLC to a regular LLC, check the box beside number 11, then check the appropriate box to indicate the change being made. **A name change will also be required**, because the entity name must have the appropriate LLC identifier. See "What are the requirements for changing the LLC name" under the General Information section above.

**Number 12.** If you are changing to a professional LLC as indicated in your response to number 11, you must also check the box beside number 12 and describe the professional services that will be rendered, for example, "medical services" or "accounting".

**Number 13.** If the change you are making is not covered by any of the check boxes on the A.C.C.'s Articles of Amendment form, you must check the box beside number 13 and attach to the Articles of Amendment form a copy of the LLC's written amendment.

## Signature and Verification

If the LLC is manager-managed, a manager must sign the Articles of Amendment. Please note – there is no such thing as a "managing member" in the LLC statutes – the person is either a manager or not.

If the LLC is member-managed, any member can sign the Articles of Amendment. Please note – there is no such thing as a "managing member" in the LLC statutes – the person is simply a member of a member-managed LLC.

The document is submitted under penalty of perjury, and the "I accept" box must be checked.

Sign on the line underneath the "I accept" box. Print the name of the individual next to the signature. If completing the form online, type in the name in both fields. Fill in the date. Check the appropriate box underneath the signature line to indicate whether the person signing is a manager of a manager-managed LLC or a member of a member-managed LLC. If the member or manager signing the document is an entity, fill in the entity name underneath the appropriate check box.

## Submit the document

**Cover Sheet.** All documents should be submitted with a Cover Sheet. Forms are available on our website at this link: <http://www.azcc.gov/Divisions/Corporations/forms/formsindex.asp>.

### What to submit:

1. Cover Sheet
2. Articles of Amendment
3. Attachment for change in management structure, if applicable
4. Attachment for the LLC's own amendment form, if applicable
5. Statutory Agent Acceptance
6. Payment.

**By Mail.** Mail the completed paper document, cover sheet, and payment (see below for payment information) to:  
Arizona Corporation Commission  
Corporations Division  
1300 W. Washington St.  
Phoenix, Arizona 85007

**In Person.** Deliver the completed document, cover sheet, and payment (see below for payment information) to:

Arizona Corporation Commission  
Corporations Division  
1300 W. Washington St.  
Phoenix, Arizona 85007

## *Payment Methods*

**Credit card.** If submitting the document in person, payment by credit card is acceptable. Credit cards cannot be used if submitting by mail or by fax. The Arizona Corporation Commission accepts only Visa, MasterCard, or American Express.

**Check.** If submitting the document by mail or in person, payment by check is acceptable. Checks must have an imprinted name of the account holder and/or the account holder's imprinted address – checks without imprinted name or address information will not be accepted. A handwritten or stamped name or address will not be accepted. If paying by check, make the check payable to Arizona Corporation Commission, and do not abbreviate.

**Money order.** If submitting the document by mail or in person, payment by money order is acceptable.

**Cash.** If submitting the document in person, cash payments are acceptable. Do not mail cash.

## *Questions*

For questions, contact our Customer Service Call Center at 602-542-3026, or, within Arizona only, 800-345-5819.