

Instructions for completing Amended and Restated Articles of Organization

Use these instructions when completing Amended and Restated Articles of Organization for a limited liability company pursuant to [§7-90-304.5](#) and part 3 of Article 90 of Title 7 of the Colorado Revised Statutes (C.R.S.). Provide only information required or permitted to be included in the document by Colorado law. Information included in the document must be typewritten, in English and must state the name(s) and address(es) of at least one individual causing the document to be delivered for filing. The required form/cover sheet must be used when filing the document. For legal authority, refer to [§7-90-301](#) and [§7-90-302](#), C.R.S. You may include additional information in an attachment to the form/cover sheet. Any attachment becomes part of the document. If there is a conflict between information in the attachment and the form/cover sheet, the information in the form/cover sheet controls. Information provided in a case-sensitive format will be retrieved and displayed in the same format. Visit our Web site at www.sos.state.co.us and click on “Business Center” for a copy of a document after filing, Certificates of Good Standing, other electronic services, and other information. For answers to general filing questions consult the *Frequently Asked Questions (FAQs)*, also on our Web site.

Line-by-line Instructions:

ID Number. The number assigned to the initial document that began the record in the records of the Colorado Secretary of State. This ID number is specific to the Colorado Secretary of State. It is not a state or federal tax number. The ID number is listed on the record’s “Information on File” page on our Web site. A record may be viewed by visiting our website at www.sos.state.co.us. Click on “Business Center”, then “Search Business Database”. This ID number must be indicated on all documents related to an existing record in the records of the Colorado Secretary of State.

Entity Name. State the name of the limited liability company exactly as shown in the records of the Colorado Secretary of State. If changing the name of the limited liability company, indicate the name before the name change.

New Entity Name. If the name of the limited liability company is being changed, state the new name of the limited liability company. The name of a limited liability company must contain the term or abbreviation “limited liability company”, “Ltd. liability company”, “limited liability co.”, “Ltd. liability co.”, “limited”, “llc”, “l.l.c.”, or “Ltd.”. For legal authority, refer to [§7-90-601](#), C.R.S.

Restricted Words. Inclusion of any of these terms: “bank” or “trust” or any derivative thereof, “credit union”, “savings and loan”, “insurance”, “casualty”, “mutual”, or “surety” may be prohibited or restricted by Colorado law, and may be regulated by other state agencies (for example, use of the term “bank” requires Division of Banking approval). Mark only one box. If more than one term appears in the name, choose the term that best describes the organizational structure of the entity.

Duration. If the length of existence of the entity is being changed, state the date the entity will cease to exist unless the duration is amended to be perpetual. In that case, mark the box.

Constituent Filed Document. The Articles of Incorporation (corporation, nonprofit corporation, cooperative or cooperative association), Articles of Association (limited partnership association), Articles of Organization (limited liability company), Certificate of Limited Partnership (limited partnership) or Statement of Registration (limited liability partnership or limited liability limited partnership). A statement is required that the constituent filed document is attached.

Delayed Effective Date. The effective date of this document may be delayed up to 90 days after filing with the Colorado Secretary of State. The delayed effective date may also specify a particular time of day Mountain Time. If no time of day is specified, it defaults to close of business on that date. Close of business is 11:59:59 PM Mountain Time. For legal authority, refer to [§7-90-304](#), C.R.S.

Notice. Causing this document to be delivered to the secretary of state for filing shall constitute the affirmation or acknowledgment of each individual causing such delivery, under penalties of perjury, that the document is the individual's act and deed, or that the individual in good faith believes the document is the act and deed of the person on whose behalf the individual is causing the document to be delivered for filing, taken in conformity with the requirements of part 3 of article 90 of title 7, C.R.S., the constituent documents, and the organic statutes, and that the individual in good faith believes the facts stated in the document are true and the document complies with the requirements of that Part, the constituent documents, and the organic statutes.

This perjury notice applies to each individual who causes this document to be delivered to the secretary of state, whether or not such individual is named in the document as one who has caused it to be delivered.

Filing Information. State the name(s) and address(es) of the individual(s) causing this document to be delivered for filing. This information is required for the Colorado Secretary of State to deliver notice if the filing of the document is refused (§7-90-301, C.R.S.). The individual(s) listed will be held responsible for complying with the above notice. The document need not state the true name and address of more than one individual. However, if you wish to state the name and address of any additional individuals causing the document to be delivered for filing, mark this box and include an attachment stating the name and address of such individuals.

Disclaimer. These instructions, and the related form, are not intended to provide legal, business or tax advice, and are offered as a public service without representation or warranty. While the related form is believed to satisfy minimum legal requirements as of its revision date, compliance with applicable law, as the same may be amended from time to time, remains the responsibility of the user of this form. Questions should be addressed to the user's attorney.