

FOR OFFICE USE ONLY		
ID Number:	·	
WO Number:		
Filed:	By:	

**FILING FEE:** \$ 135.00

Article 5.

ATTACHMENT: Initial Report for Farming or Ranching is required of

		limited liability cor ranching.	ompanies engaged in farm	ing or	
	PRINT LEGIBLY igned natural persons of the age of e	ighteen years or more, a		·	AND MAILING INSTRUCTIONS.  Progrization according to:
(check one)	North Dakota Limited Liabi				
Article 1.	Name of Limited Liability Company				
Article 2.A.	Name of <b>commercial</b> registered ag	ent in <u>North Dakota</u>	OR 2.B. Name of no	oncommercial registered a	agent in <u>North Dakota</u>
2.C.	Address of <b>noncommercial</b> register office box.	red agent in North Dakot	ta: (Street/RR, PO Box, Ci	ty, State, Zip+4) May not I	be only a post
Article 3.	The Limited Liability Company shal	be effective			
	(check one)	Later on	he Secretary of State (month, day, year)	_	
Article 4. T	The existence of the limited liability co	ompany shall be perpetua	al, <b>OR</b>		

Purposes for which the Limited Liability Company is organized are general business purposes, **OR** 

Article 6. Other provisions elected for inclusion					
Article 7. The name and address of each organize	zer			_	
NAME	Street/RR	COMPLETE MA PO Box	AILING ADDRES City	S State	Zip+4
"The above named organizers, have read the foreg further authorize the Secretary of State to correct A	oing Articles of Organization, knov	w the contents, and believer reflected."	e the statements	made therein to be	e true. I
Signature			Date		
Signature			Date		
Signature			Date		
Name of person to contact about this document	E-Mail Address		Daytime telepho	one # and extension	n, if any

## NORTH DAKOTA BUSINESS OR FARMING LIMITED LIABILITY COMPANY ARTICLES OF ORGANIZATION

North Dakota Century Code, (N.D.C.C.), Chapter 10-32 allows the formation of a limited liability company (LLC) for general business purposes. N.D.C.C., Chapter 10-06.1 allows the formation of a LLC to engage in farming or ranching. A LLC is established when articles of organization are filed with the Secretary of State or at a later date as specified in the articles of organization.

**FILING FEES:** \$135. If the LLC selects a name that is the same as or deceptively similar to the name of another organization name registered with the Secretary of State, an additional \$10 is required for filing each consent to use of name. (Checks must be payable to "Secretary of State" and must be for U.S. negotiable funds. Payment may also be made by credit card using VISA, Master Card, or Discover.)

**ATTACHMENTS:** Articles of organization of a LLC engaged in farming or ranching must be accompanied by the **Initial Report for Farming or Ranching**. For a form, contact the Secretary of State's Office.

The sentence immediately above article 1 is declaring the organizers as being eighteen years of age. Check the box of the North Dakota Century Code to designate governance. If engaged in general business purposes, check the first box. If engaged in farming or ranching, check "North Dakota Corporate or Limited Liability Company Farming Act". If a box is not checked and the name or purpose does not indicate otherwise, the LLC will be established for general business purposes.

The following article numbers correspond to the numbered sections on the front of this form.

**ARTICLE 1.** Provide the name of the LLC. The name must be in the English language or in any other language expressed in English letters or characters. The name must include the words "limited liability company", or must contain the abbreviation "L.L.C." or "LLC".

The name of the LLC may not include such words as "bank", "banker", "banking", "trust", or "trust company", or any other word or words of like import unless the articles are supported by a written approval for the use from the North Dakota Department of Financial Institutions. These words are preserved by North Dakota law for use by the Bank of North Dakota, state and national banks, and trust companies. Contact Information:

ND Dept. of Financial Institutions 2000 Schafer St Ste G Bismarck ND 58501-1204 Phone: (701) 328-9933 Email: dfi@nd.gov

The name may not be the same as, or deceptively similar to, any other corporate name, LLC name, limited partnership name, limited liability limited partnership name, or a name that is in any manner reserved with the Secretary of State. The name may be used if the articles of organization are accompanied by a signed consent to use of name from the holder of the previously registered name and \$10, or by a certified copy of a judgment of a court in this state establishing the prior right of the applicant to the use of the name.

Filing of the articles of organization with the Secretary of State provides protection of the name in North Dakota. However; if a mark is registered with the Patent and Trademark Office in Washington, D.C., the federal registration may supersede the protection afforded by state law.

ARTICLE 2. A limited liability company must continuously maintain a commercial <u>or</u> noncommercial registered agent and address in <u>North Dakota.</u> A limited liability company cannot serve itself as its registered agent.

A <u>commercial registered agent</u> must be registered as a commercial registered agent with the North Dakota Secretary of State. The appointed agent can verify their status as a commercial registered agent from their acknowledged filing and from the list of commercial registered agents maintained on the Secretary of State's website at <a href="https://www.nd.gov/sos.">www.nd.gov/sos.</a>.

A noncommercial registered agent may be one of the following:

- a) An individual residing in North Dakota,
- b) A domestic or foreign corporation, or
- c) A domestic or foreign limited liability company.

A corporation or limited liability company appointed as a noncommercial registered agent must be registered with the Secretary of State, be in good standing, and have a business address in North Dakota. If a corporation or limited liability company is named as a noncommercial registered agent, provide the "correct" name of the organization.

Seek the approval of the party before naming them as the commercial or noncommercial registered agent. Proof of the approval is not required to be filed with the Secretary of State.

- ARTICLE 2.A. If a commercial registered agent is being appointed, provide the correct name as registered with the North Dakota Secretary of State. If the name in Article 2. A. is not the same as registered by the commercial registered agent, the name will be corrected by the Secretary of State when the document is received.

  OR
- **ARTICLE 2.B.** If a noncommercial registered agent is being appointed, provide the correct name. If a corporation or another limited liability company is appointed as registered agent and the name of that organization in Article 2. B. is not the same as registered, the name will be corrected by the Secretary or State when the document is received.
- ARTICLE 2.C. If a noncommercial registered agent is being appointed, provide the complete address which may not be only a post office box. Leave this line blank if a commercial registered agent is appointed.
- ARTICLE 3. Check the box for the desired effective date. Articles of organization may be effective at the time the certificate of organization is issued by the Secretary of State or within 90 days after the certificate is issued. If a later date is specified, include the month, day, and year. If neither box is checked, the articles of organization will be effective when the Secretary of State issues the certificate of organization.
- ARTICLE 4. No addition is required to this section if the LLC is intended to exist perpetually or indefinitely. If a specific period of existence is desired, provide the number of years of intended existence, or a specific date on which termination is to occur. If a specific termination date or period is specified, an amendment is required to the articles of organization if the LLC wishes to continue its existence beyond that date.
- ARTICLE 5. Provide the purpose of the LLC. A LLC may organize for any lawful purpose. The Secretary of State will accept articles of organization with "any lawful purpose" unless the name or any other aspect of the articles indicates a purpose that may be questionable. A general business LLC may not engage in banking, farming, ranching, or insurance as an insurance company that backs claims. A general business LLC may be an insurance agency selling or servicing insurance products.

If a LLC has chosen a very general name and availability cannot be determined on the basis of the name alone, a LLC may be asked to consider addition of specific purposes to facilitate the name availability process.

## NORTH DAKOTA BUSINESS OR FARMING LIMITED LIABILITY COMPANY ARTICLES OF ORGANIZATION (CONTINUED)

**ARTICLE 6.** Provide any articles not otherwise included on this form. State "None" if the LLC doesn't include any optional provisions.

ARTICLE 7. Provide the names and complete mailing addresses of the organizers. Only one organizer is required, and more may be named. Organizers must be individuals and must be at least eighteen years of age. All organizers named must sign Article 7.

At the bottom of the form, list the name and daytime telephone number of a person to contact if this office has any questions or

needs additional information to file the articles of organization.

ASSISTANCE: If assistance is required to complete the form, call 701-328-2904.

**EXPEDITING PROCESS:** Be sure to complete the contact information at the bottom of page 1. If documents are being submitted by someone other than the LLC, provide a cover letter with the name and telephone number of the responsible individual so that any deficiencies can be remedied by telephone.

**FAX FILING:** Documents and Credit Card Payment Authorization may be faxed to 701-328-2992. A faxed filing does not expedite the process of the application in the office of the Secretary of State.

Email: Email is not a secure utility for the transmission of private information or credit card authorizations. DO NOT EMAIL YOUR DOCUMENT TO THE SECRETARY OF STATE.

MAILING INSTRUCTIONS: Send documents and filing fees to:

Business Division Secretary of State State of North Dakota 600 E Boulevard Ave Dept 108 Bismarck ND 58505-0500

Telephone: 701-328-4284 Toll Free: 800-352-0867 (8-4284) Fax: 701-328-2992 Web Site: www.nd.gov/sos

**ANNUAL REPORT:** An annual report is required of a business LLC on November 15th, and of a farm LLC on April 15th, in the year after that in which the articles of organization are effective. An annual report form will be mailed to the registered agent.



(All items required to complete transaction)

( in terms required to complete trained the control of the control					
Name:		Amount Authorized			
Address:	City:	State: Zip Code:			
□ VISA □ Master Card □ Discover	Signature: (Required by co	redit card companies)			
Account Number:	Card Expires: Month Year				
	Date:				