

LLC ARTICLES OF ORGANIZATION

ARTICLES OF ORGANIZATION OF [LLC NAME]

A Limited Liability Company Organized Under the Laws of the State of [STATE]

The undersigned, acting as Organizer of a limited liability company under the laws of the State of [STATE], hereby executes the following Articles of Organization (these "Articles") for the purpose of forming a limited liability company.

Article I — Name

The name of the limited liability company is: [LLC NAME] (the "Company").

Article II — Purpose

The purpose for which the Company is organized is to engage in any and all lawful acts, activities, and businesses for which a limited liability company may be organized under the laws of the State of [STATE].

Article III — Duration

The duration of the Company shall be perpetual, commencing upon the effective date of these Articles and continuing until dissolved in accordance with the Company's Operating Agreement or applicable law.

Article IV — Principal Office

The principal office of the Company is located at: [PRINCIPAL OFFICE ADDRESS].

Article V — Registered Agent and Registered Office

The name and street address of the Company's registered agent in the State of [STATE] for service of process is:

[REGISTERED AGENT NAME] [REGISTERED AGENT STREET ADDRESS IN STATE]

Article VI — Management

The Company shall be **member-managed**. The management of the Company is vested in its members, who shall have the authority to manage the business and affairs of the Company as provided in the Operating Agreement and the laws of the State of [STATE].

Initial members:

Article VII — Organizer

The name and address of the Organizer executing and filing these Articles is:

[ORGANIZER FULL LEGAL NAME] [ORGANIZER ADDRESS]

The Organizer is acting in the capacity of Individual and makes no representation as to future membership in the Company.

Article VIII — Effective Date

These Articles shall become effective upon filing with the Secretary of State of [STATE].

Article IX — Limitation of Liability

To the fullest extent permitted by the laws of the State of [STATE], no member or manager of the Company shall be personally liable for any debt, obligation, or liability of the Company, whether arising in contract, tort, or otherwise, solely by reason of being a member or manager.

State-Specific Notices and Filing Requirements

Federal Beneficial Ownership Information (BOI) Report — Corporate Transparency Act

Mandatory FinCEN filing. Pursuant to the Corporate Transparency Act, 31 U.S.C. §5336, and the implementing regulations at 31 C.F.R. §1010.380, the Company must file a Beneficial Ownership Information (BOI) Report with the U.S. Department of the Treasury's Financial Crimes Enforcement Network (FinCEN) within the applicable deadline:

- **Entities formed on or after January 1, 2024:** within **90 days** of formation (reduced to **30 days** for entities formed on or after January 1, 2025).
- **Entities formed before January 1, 2024:** by **January 1, 2025**.
- **Updates:** within **30 days** of any change in beneficial ownership or previously-reported information.

Penalties for non-compliance: civil penalties of up to **\$591/day** (as adjusted for inflation) and criminal penalties of up to **\$10,000** and/or **two (2) years' imprisonment** for willful failure to report.

Note: The BOI reporting regime has been subject to evolving litigation and executive-branch guidance. Verify current filing status at fincen.gov/boi before filing.

Signature of Organizer

IN WITNESS WHEREOF, the undersigned Organizer has executed these Articles of Organization on
****.

Organizer

_____ PRINTED NAME

_____ SIGNATURE

_____ DATE

Filing instructions. These Articles must be filed with the Secretary of State of [STATE] together with the applicable filing fee. Retain a file-stamped copy with the Company's permanent records and deliver a copy to the registered agent.