

# PROFESSIONAL LIMITED LIABILITY COMPANY

## PROCEDURES FOR COMPLETING THE ARTICLES OF ORGANIZATION

This information is intended to aid in the completion of forms to organize a professional limited liability company pursuant to the provisions of the Oklahoma Professional Entity Act. (Title 18, Section 801) **PLEASE CONSULT THE STATUTES CAREFULLY.**

It may be to your benefit to contact the **INTERNAL REVENUE SERVICE** concerning federal tax requirements, and the **OKLAHOMA TAX COMMISSION** concerning state tax requirements prior to filing with the Secretary of State.

The availability of the proposed name may be checked in advance by telephoning the **BUSINESS FILING DIVISION** of the Secretary of State's office directly at **(405)-521-3912**. **PRIOR** to filing the articles of organization a name may be reserved for a period of sixty (60) days by filing a name reservation application and paying a fee of \$10.00.

### PROCEDURES:

1. Prepare and file with the Secretary of State **ONE** signed copy of the articles of organization.
2. File with the articles of organization an **original** certificate issued by the regulating board of the profession or related professions involved, that each of the managers and members is duly licensed to practice such profession.
3. **Pay** to the Secretary of State a filing fee of **\$100.00**
4. Make the check or money order **payable** to the Oklahoma Secretary of State. The articles of organization may be mailed or delivered in person to: **Secretary of State, 2300 N. Lincoln Blvd., Room 101, State Capitol Building, Oklahoma City, Oklahoma 73105-4897**. Documents to be **processed in person** must be delivered to the Secretary of State's office between the hours of **8:00 a.m. and 4:00 p.m. (Monday-Friday)**.

### INSTRUCTIONS:

One or more persons may form a limited liability company. Person means an individual, a general partnership, a limited partnership, a limited liability company, a trust, an estate, an association, a corporation or any other legal or commercial entity.

1. **NAME**-The name of the limited liability company **MUST END** with either the words **PROFESSIONAL LIMITED LIABILITY COMPANY** or **PROFESSIONAL LIMITED COMPANY** or the abbreviations **P.L.L.C., P.L.C., PLLC or PLC**. The word LIMITED may be abbreviated as LTD. and the word COMPANY may be abbreviated as CO.
2. **PRINCIPAL PLACE OF BUSINESS**-The company's principal place of business address must be a street address in this state and cannot be a post office box address. Rural routes with box numbers are acceptable.
3. **RESIDENT AGENT AND OFFICE** - All limited liability companies **must** maintain a resident agent and office. The resident agent may be the domestic limited liability company itself, an individual resident of this state, or a domestic or qualified foreign corporation, limited liability company or limited partnership. Each registered agent

shall maintain a business office identical with the registered office which is open during regular business hours to accept service of process and otherwise perform the functions of a registered agent. The address of the resident agent must be a street address and cannot be a post office box address. Rural routes with box numbers are acceptable.

4. **DURATION**-Term of existence of the limited liability company which may be perpetual.
5. **PURPOSE**-A professional limited liability company may be formed for the purpose of rendering **one** specific type of professional service or related professional services and services ancillary thereto and **shall not** engage in any business other than rendering the professional service or services which it was organized to render. (Title 18, §806)
6. **CERTIFICATE**-An original certificate issued by the regulating board of the profession or related professions involved, that each of the managers and members is duly licensed to practice such profession **must be attached** to the articles of organization. (Title 18, Section 818)
7. **EXECUTION**-At least one person, who need not be a member of the limited liability company, **must** sign the articles of organization. The execution of the articles of organization constitutes an affirmation under the penalties of perjury that the facts stated therein are true.

**FILING FEE: \$100.00**

**PRINT CLEARLY**

## **PROFESSIONAL ARTICLES OF ORGANIZATION**

**TO: OKLAHOMA SECRETARY OF STATE**  
2300 N. Lincoln Blvd., Room 101, State Capitol Building  
Oklahoma City, Oklahoma 73105-4897  
(405) 521-3912

The undersigned, for the purpose of forming an Oklahoma professional limited liability company under the provisions of Title 18, Section 801, do hereby execute the following professional articles of organization:

1. The name of the limited liability company is:

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**(NOTE: Please refer to procedure sheet for statutory words required to be at the end of the name.)**

2. The street address of its principal place of business in the state of Oklahoma:

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|   |             |               |                 |
|---|-------------|---------------|-----------------|
| <b>Street Address</b>                         | <b>City</b> | <b>County</b> | <b>Zip Code</b> |
| <b>(P.O. BOXES ARE <u>NOT</u> ACCEPTABLE)</b> |             |               |                 |

3. The name and street address of the resident agent **in the state of Oklahoma:**

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|   |                       |             |               |                 |
|---|-----------------------|-------------|---------------|-----------------|
| <b>Name</b>                                   | <b>Street Address</b> | <b>City</b> | <b>County</b> | <b>Zip Code</b> |
| <b>(P.O. BOXES ARE <u>NOT</u> ACCEPTABLE)</b> |                       |             |               |                 |

4. Term of existence: \_\_\_\_\_

5. The profession or related professions to be practiced is:

6. **ATTACHED HERETO** is an original certificate by the regulating board of the profession or related professions involved, that each of the members and managers is duly licensed to practice such profession.

**Articles of organization must be signed by at least one person who need not be a member of the limited liability company.**

Signed and dated this \_\_\_\_\_ day of \_\_\_\_\_, \_\_\_\_\_

Signature: \_\_\_\_\_

Type or Print Name: \_\_\_\_\_

Address: \_\_\_\_\_