

**STATE OF SOUTH CAROLINA  
SECRETARY OF STATE**

**CONVERSION OF A LIMITED LIABILITY COMPANY  
TO A CORPORATION**

**\*\*Conversion of an entity can result in tax consequences for the entity. Please consult a tax professional such as a CPA or qualified attorney before filing for conversion.**

The following limited liability company hereby converts to a corporation pursuant to the provisions of Section 33-44-908 and Section 33-44-909 of the 1976 S.C. Code of Laws, as amended, by filing these articles of incorporation.

1. The name of the corporation which complies with Section 33-4-101 of the 1976 S.C. Code of Laws, as amended, is:

2. The initial agent for service of process of the corporation is

\_\_\_\_\_  
(Name)

\_\_\_\_\_  
(Signature)

and the street address in South Carolina for this agent for service of process is

\_\_\_\_\_  
(Street Address)

\_\_\_\_\_  
(City, State, Zip Code)

3. The former name of this corporation while a limited liability company was:

4. a. The number of votes by the members (entitled to vote) which were cast "for" the conversion was:

\_\_\_\_\_

- b. The number of votes by the members (entitled to vote) which were cast "against" the conversion was:

\_\_\_\_\_

- c. If this was less than a unanimous vote "for" conversion, specify either the number or percentage of votes required to approve the conversion: \_\_\_\_\_ (Specify whether "number" or "percentage")

5. The corporation is authorized to issue shares of stock as follows. Complete "a" or "b", whichever is applicable:

- a. The corporation is authorized to issue a single class of shares. The total number of shares authorized is:

\_\_\_\_\_

Name of Corporation

b. The corporation is authorized to issue more than one class of shares:

Class of Shares Authorized	No. of Each Class
_____	_____
_____	_____
_____	_____

The relative right, preference, and limitations of the shares of each class, and of each series within a class, are as follows:

6. Unless a delayed effective date is specified these articles will be effective when endorsed for filing by the Secretary of State. Specify any delayed effective date and time: \_\_\_\_\_  
(Date) (Time)

7. The articles of organization of the limited liability company will be cancelled as of the effective date of this filing.

8. Name, address and signature of each incorporator (only one required):

a.

\_\_\_\_\_  
(Name)

\_\_\_\_\_  
(Street Address)

\_\_\_\_\_  
(City, State, Zip Code)

\_\_\_\_\_  
(Signature)

b.

\_\_\_\_\_  
(Name)

\_\_\_\_\_  
(Street Address)

\_\_\_\_\_  
(City, State, Zip Code)

Name of Corporation

\_\_\_\_\_  
(Signature)

c.

\_\_\_\_\_  
(Name)

\_\_\_\_\_  
(Street Address)

\_\_\_\_\_  
(City, State, Zip Code)

\_\_\_\_\_  
(Signature)

9. I, \_\_\_\_\_, an attorney licensed to practice in the State of South Carolina, certify that the corporation, to whose articles of incorporation this certificate is attached, has complied with the requirements in Chapter 2, Title 33 of the 1976 S.C. Code of Laws, as amended, relating to the articles of incorporation.

Date: \_\_\_\_\_

\_\_\_\_\_  
(Signature)

\_\_\_\_\_  
(Print Name)

\_\_\_\_\_  
(Street Address)

\_\_\_\_\_  
(City, State, Zip Code)

\_\_\_\_\_  
(Telephone Number)

### **FILING INSTRUCTIONS**

1. File two copies of this form, the original and either a duplicate or conformed copy.
2. If space in this form is insufficient, please attach additional sheets containing a reference to the appropriate paragraph in this form.
3. This form must be accompanied by the filing fee of \$135.00 payable to the Secretary of State and a self-addressed, stamped envelope.
4. Send to: Secretary of State  
1205 Pendleton Street, Suite 525  
Columbia, SC 29201
5. Filing must include the Department of Revenue Initial Annual Report for Corporations, form CL-1.
6. If the LLC owns real property in South Carolina, notice of this name change must be filed in the register of deeds office of the county where the property is located. S.C. Code § 33-44-909(c).