

**Delaware Division of Corporations  
401 Federal Street – Suite 4  
Dover, DE 19901  
Ph: 302-739-3073**

**Certificate of Conversion from a  
Delaware Limited Liability Company  
to a Non-Delaware Entity**

Dear Sir or Madam:

Attached please find a form for a Certificate of Conversion from a Delaware Limited Liability Company to a Non-Delaware Entity to be filed in accordance with Section 18-216 of the Limited Liability Company Act of the State of Delaware. The fee to file the Certificate of Conversion is \$220.00. You will receive a stamped “filed” copy of the submitted document. A certified copy may be requested for an additional \$50. Expedited services are available. Please contact our office concerning these fees or you may consult our fee chart at [corp.delaware.gov](http://corp.delaware.gov) .

Before the Certificate can be filed, all taxes due to the State of Delaware through the effective date of the conversion must be paid by the converting Delaware limited liability company. Please contact the Franchise Tax Section prior to submitting the document for filing to determine the Annual Taxes due. Checks should be made payable to “Delaware Secretary of State”.

For the convenience of processing your order in a timely manner, please include a cover letter with your name, address and telephone/fax number to enable us to contact you if necessary. Please make sure you thoroughly complete all information requested on this form. It is important that the execution be legible, we request that you print or type the name of the person signing under the signature line.

Thank you for choosing Delaware as your corporate home. Should you require further assistance in this or any other matter, please don’t hesitate to call us at (302) 739-3073.

Sincerely,

Division of Corporations  
Department of State

*Special Instructions – Certificate of Conversion for a Delaware Limited Liability Company into a Non-Delaware Entity*

*This form is to be used as a Template only. The following instructions will help you in correctly completing your Conversion Certificate. The instructions are numbered to correspond with the article being referenced.*

- 1. List the name of the Delaware limited liability company exactly as it exists in our records. Please visit our website to verify the name of the Delaware limited liability company. If it has changed since it was originally formed, list the name under which it was formed.*
- 2. List the date the Delaware limited liability company filed their Certificate of Formation with the Delaware Secretary of State.*
- 3. List the jurisdiction and name under which the Delaware limited liability company is converting to.*
- 4. Statement required by 18-216(e)(5); no action needed.*
- 5. Statement required by 18-216(e)(6); no action needed.*
- 6. List the address to which the Delaware Secretary of State may forward service of process.*

***Execution Block*** - *The document must be signed by any person who is authorized to sign the Certificate of Conversion on behalf of the limited liability company pursuant to Section 18-204 of Title 6. The name of the person must be typed or written legibly underneath the signature.*

*This form contains the basic information required by statute; if you need to add additional information permitted by statute you may draft a new document. Please feel free to call our office at 302-739-3073 for assistance in completing this form or visit our website at [corp.delaware.gov](http://corp.delaware.gov).*

*Sincerely,  
Delaware Division of Corporations*

STATE OF DELAWARE  
CERTIFICATE OF CONVERSION  
FROM A DELAWARE LIMITED LIABILITY COMPANY  
TO A NON-DELAWARE ENTITY  
PURSUANT TO SECTION 18-216 OF  
THE DELAWARE LIMITED LIABILITY COMPANY ACT

1. The name of the Delaware limited liability company is \_\_\_\_\_.  
\_\_\_\_\_  
(If changed, the name under which it's Certificate of Formation was originally filed: \_\_\_\_\_)
2. The date of filing of its original Certificate of Formation with the Delaware Secretary of State is \_\_\_\_\_.
3. The jurisdiction in which the entity or business form, to which the Delaware limited liability company shall be converted, is organized, formed or created is (*list jurisdiction*) \_\_\_\_\_ and the name of such entity or business form is \_\_\_\_\_.
4. The conversion has been approved in accordance with Section 18-216 of the Limited Liability Company Act of the State of Delaware.
5. The limited liability company agrees that it may be served with process in the State of Delaware in any action, suit or proceeding for enforcement of any obligation of the limited liability company arising while it was a limited liability company of the State of Delaware, and irrevocably appoints the Secretary of State of Delaware as its agent to accept service of process in any such action, suit or proceeding.
6. The address to which a copy of the process shall be mailed by the Secretary of State is \_\_\_\_\_.

IN WITNESS WHEREOF, the undersigned have executed this Certificate on the \_\_\_\_\_ day of \_\_\_\_\_, A.D. \_\_\_\_\_.

By: \_\_\_\_\_  
Authorized Person

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