PROCEDURES FOR ORGANIZING AN OKLAHOMA LIMITED LIABILITY COMPANY

This information is intended as an aid to organizing an Oklahoma limited liability company pursuant to the provisions of Title 18, Section 2004 of the Oklahoma Statutes. **PLEASE CONSULT THE STATUTES CAREFULLY.**

- ❖ It may be to your benefit to contact the **INTERNAL REVENUE SERVICE** concerning federal tax requirements prior to filing with the Secretary of State.

FILING PROCEDURES:

1. **Prepare** and **file** with the Secretary of State one signed copy of the articles of organization.

2. **Pay** to the Secretary of State a **filing fee** of **$100.00**. (Title 18, Sec. 2055)

3. Make checks, cashier's checks, or money orders payable to the Oklahoma Secretary of State. Instruments may be mailed, delivered in person, or filed on-line at business.sos.ok.gov. The address of the Secretary of State is 421 N.W. 13th, Suite 210, Oklahoma City, Oklahoma 73103. If delivered in person, there will be an additional Fifty Dollar ($50.00) fee for each document filed same day. The Secretary of State accepts Visa, Discover, MasterCard, or American Express if filing in person, or on-line; however, there will be a four percent (4%) service charge added for the use of a credit card. (Title 18, Section 1142)

INSTRUCTIONS FOR PREPARING THE ARTICLES OF ORGANIZATION:

1. **NAME** – The name of the limited liability company. The name **SHALL** contain either the words **limited liability company** or **limited company** or the abbreviations **LLC, LC, L.L.C.** or **L.C.** The word limited may be abbreviated as Ltd. and the word company may be abbreviated as Co. (Title 18, Sec. 2008)

❖ The name shall be such as to distinguish it upon the records in the office of the Secretary of State from the names of: **(1)** corporations, both domestic and foreign, then existing or which have existed at any time during the preceding three **(3)** years; or **(2)** then existing domestic and foreign limited partnerships; or **(3)** then existing domestic and foreign limited liability companies; or **(4)** trade names or fictitious names; or **(5)** corporate, limited partnership or limited liability company names reserved with the Secretary of State.

❖ The **AVAILABILITY** of a name can be checked in advance by telephoning the Secretary of State at **(405) 522-2520**, checking on-line at business.sos.ok.gov, or by coming in person. Prior to organizing a limited liability company, a name may be **reserved** for a period of **sixty (60) days** by filing a Name Reservation application and paying a **fee** of **ten dollars ($10.00)**. (Title 18, Section 2009)

2. **PRINCIPAL PLACE OF BUSINESS** – The street address of the company's principal place of business, wherever located. P.O. Boxes are **not** acceptable.

3. **E-MAIL ADDRESS** – The e-mail address of the company's primary contact for the registered business. Every domestic and foreign limited liability company registered to do business in Oklahoma shall file an annual certificate each year on the company's anniversary date, which confirms it is an active business and includes its principal place of business address and e-mail address, and shall pay an annual certificate fee of twenty-five dollars ($25.00). (Title 18, Section 2055.2) Notice of the Annual Certificate will **ONLY** be sent to the Limited Liability Company at this electronic mail address.

4. **REGISTERED AGENT AND REGISTERED OFFICE** – The name, email address, and street address of the registered agent in the state of **Oklahoma**. The registered agent accepts service of process in the event of a lawsuit against the limited liability company. **Every** limited liability company **must** continuously maintain a registered agent and registered office in Oklahoma. The registered agent for service of process must 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. (Title 18, Section 2010) The registered office address must be a street address. P.O. Boxes are **not** acceptable.

5. **TERM OF EXISTENCE –** The term of existence is how long the company will remain **active** or in existence for. You may state either perpetual, a set number of years, or a future effective expiration date. Perpetual means continuous.

6. **EXECUTION –** At least one person, who may or may not be a member of the limited liability company, **must** sign the articles of organization. The person who signs is not required to be a member of the limited liability company; however, this does not exclude him/her from being so.

❖ One or more persons may form a limited liability company. **"Person"** is defined as 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. (Title 18, Sec. 2004)

ARTICLES OF ORGANIZATION

(Oklahoma Limited Liability Company)

Filing Fee: $100.00

TO: OKLAHOMA SECRETARY OF STATE
421 N.W. 13th, Suite 210
Oklahoma City, Oklahoma 73103
(405) 522-2520

I hereby execute the following articles of organization for the purpose of forming an Oklahoma limited liability company pursuant to the provisions of Title 18, Section 2005:

1. Name of the limited liability company: (**Note:** The name **shall** contain either the words **limited liability company** or **limited company** or the abbreviations **LLC, LC, L.L.C**. or **L.C**. The word **limited** may be abbreviated as **Ltd.**, and the word **company** may be abbreviated as **Co.**)

_____

2. Street address of its principal place of business, wherever located:

_____

Street address **City** **State** **Zip Code**
(P.O. BOXES ARE NOT ACCEPTABLE)

3. **E-MAIL** address of the primary contact for the registered business:

_____

❖ Notice of the Annual Certificate will **ONLY** be sent to the Limited Liability Company at this electronic mail address.

4. **NAME** email address, and street address of the registered agent for service of process in the state of Oklahoma:

❖ The registered agent **shall** be the limited liability company itself, an individual resident of Oklahoma, **or** a domestic or qualified foreign corporation, limited liability company, or limited partnership.

Oklahoma

Name **Street Address** **City** **State** **Zip Code**
(P.O. BOXES ARE NOT ACCEPTABLE)

Email Address: _____

5. Term of existence: _____

❖ You may state **perpetual**, a set number of years, **or** a future effective expiration date. Perpetual means continuous.

The articles of organization must be signed by at least one (1) person who may or may not be a member of the limited liability company.

- Signature: _____ Dated: _____
- Printed Name: _____

(SOS FORM 0074-07/26)

Oklahoma Secretary of State
Request to receive
documents electronically

No need to wait on your filed documents to be mailed back to you. If you would like your filed documents returned electronically, please complete and attach this form to your documents. Complete ALL information below to receive an email which will contain a link to retrieve your filed documents. (Please print or type clearly.)

☐ **Return filed documents electronically**

Receipt will read as follows:

PERSONAL or BUSINESS NAME: _____

MAILING ADDRESS: _____

CITY, STATE & ZIP CODE: _____

PHONE OR CELL: _____

EMAIL ADDRESS: _____

(It is critical that the email address is correct, or you may not receive the notification of filing)