

Instructions L030i

Articles of Correction

ARIZONA CORPORATION COMMISSION

Corporations Division
1300 West Washington Street
Phoenix, Arizona 85007

www.azcc.gov

(602) 542-3026



General Information

Any LLC may correct a document that has been filed by the Arizona Corporation Commission if the document either (1) contains an incorrect statement and the correction does not materially alter a substantive provision or (2) was defectively executed, attested, verified or acknowledged. *See* A.R.S. § 29-637. Statutes are available on the Arizona Legislature's website, www.azleg.gov, by following the link for Arizona Revised Statutes. The form provided by the Arizona Corporation Commission meets the minimum statutory requirements. Use of the A.C.C.'s form is not required.

When is a correction a material alteration of a substantive provision? Most of the information required to be contained within documents filed with the Arizona Corporation Commission is considered to be substantive, and most corrections are considered to be material alterations. An example of a non-material alteration is correction of a typographical error. The determination of whether a proposed correction is a material alteration of a substantive provision is made on a case-by-case basis once the document is received.

Can I correct or change the LLC name? The LLC name cannot be changed through articles of correction, but if it contains a typographical error, articles of correction might be appropriate. This determination will be made on a case-by-case basis. Arizona LLCs can always use Articles of Amendment to change the LLC name.

What if I named the wrong member, manager, or statutory agent? If the proposed "correction" is to name an entirely different person, that is a material alteration of a substantive provision and will not be approved. To change the identity of a statutory agent, submit a Statement of Change appointing a new agent. To change the identity of a member or manager, submit Articles of Amendment. If there is merely a

typographical error in one of the named managers or members or the statutory agent, that can be corrected by submitting articles of correction.

Is publication of the Articles of Correction required? No.

Filing fee. The filing fee is \$25.00. For expedited processing (read the next paragraph), add \$35.00 to the filing fee. All fees are nonrefundable. *See* A.R.S. §§ 10-122, 10-3122.

Processing time. Processing times are posted on the A.C.C. website each Monday at www.azcc.gov/Divisions/Corporations. For expedited (faster) processing, payment of the expedite fee plus payment of the filing fee must be submitted. *See* A.R.S. § 29-851. The expedite fee is \$35.00. *See* Decision No. 68008, July 22, 2005, Docket No. AC-00000A-05-0488. The Arizona Corporation Commission does not currently offer same day or next day service.

Instructions

Number 1. List the exact name of the LLC as shown in the records of the Arizona Corporation Commission, including exact spelling, punctuation, and the LLC identifier such as Limited Liability Company or LLC, etc.

Number 2. A.C.C. file number – list the LLC's file number given to it by the Arizona Corporation Commission. Find the file number on our website at www.azcc.gov/Divisions/Corporations.

Number 3. Either complete numbers 3.1 and 3.2, or check the box in number 3 and attach a copy of the document that is being corrected.

Number 4. List the date on which the Arizona Corporation Commission filed the document being corrected. Number 4 must be completed even if the defective document is attached to the Articles of Correction.

Number 5. For incorrect statements, print the exact incorrect statement. You should reference the Article number or

paragraph number, then print the incorrect statement, for example: Article 6, Managers, John Smitt, 123 Easy Street, Phoenix, AZ 85007. For incorrect executions, etc., describe the incorrect execution, for example: Jane Doe signed the document as a manager.

Number 6. For incorrect statements, briefly state what the error is, for example: misspelled John Smith's name. For incorrect executions, briefly describe how or why the execution was defective, for example: Jane Doe as an individual is not the manager - Jane Doe should have signed on behalf of Easy, LLC, the entity manager.

Number 7. For incorrect statements, print the exact correct statement, for example: Article 6, Managers, John Smith, 123 Easy Street, Phoenix, AZ 85007. For incorrect executions, etc., provide the correct execution.

Signature and Verification

If the LLC is manager-managed, a manager must sign the Articles of Correction. Please note – there is no such thing as a "managing member" in the LLC statutes – the person is either a manager or not.

If the LLC is member-managed, any member can sign the Articles of Correction. Please note – there is no such thing as a "managing member" in the LLC statutes – the person is simply a member of a member-managed LLC.

The document is submitted under penalty of perjury, and the "I accept" box must be checked.

Sign on the line underneath the "I accept" box. Print the name of the individual signing next to the signature. If completing the form online, type in the name in both fields. Fill in the date. Check the appropriate box underneath the signature line to indicate the capacity of the signer.

Submit the document

Cover Sheet. All documents must be submitted with a Cover Sheet. Forms

are available on our website at this link:
<http://www.azcc.gov/Divisions/Corporations/forms/formsindex.asp>.

What to submit:

1. Cover Sheet
2. Articles of Correction
3. Copy of defective document, if applicable
4. Payment.

By Mail. Mail the completed paper document, cover sheet, and payment (see below for payment information) to:

Arizona Corporation Commission
Corporations Division
1300 W. Washington St.
Phoenix, Arizona 85007

In Person. Deliver the completed document, cover sheet, and payment (see below for payment information) to:

Arizona Corporation Commission
Corporations Division
1300 W. Washington St.
Phoenix, Arizona 85007

Questions

For questions, contact our Customer Service Call Center at 602-542-3026, or, within Arizona only, 800-345-5819.

Payment Methods

Credit card. If submitting the document in person, payment by credit card is acceptable. Credit cards cannot be used if submitting by mail. The Arizona Corporation Commission accepts only Visa, MasterCard, or American Express.

Check. If submitting the document by mail or in person, payment by check is acceptable. Checks must be made payable to "Arizona Corporation Commission," with all words spelled out and no abbreviations. Checks must be completely and properly filled out, including the amount sections. Checks that do not have an imprinted or preprinted name and address of the account holder and an imprinted or preprinted check number will not be accepted. Handwritten or stamped names, addresses, or check numbers will not be accepted. For example, we will not accept temporary checks, such as those from a new account. We will accept checks drawn on non-U.S. banks as long as the check states that the funds are payable in U.S. dollars.

Money order. If submitting the document by mail or in person, payment by money order is acceptable.

Cash. If submitting the document in person, cash payments are acceptable. Do not mail cash.