

**SOUTH CAROLINA
SECRETARY OF STATE**

**CONVERSION OF PARTNERSHIP OR LIMITED PARTNERSHIP
TO LIMITED LIABILITY COMPANY
ARTICLES OF ORGANIZATION**

TYPE OR PRINT CLEARLY IN BLACK INK

The following partnership or limited partnership hereby converts to a limited liability company pursuant to the provisions of Section 33-44-902 and Section 33-44-203 of the 1976 South Carolina Code of Laws, as amended by filing these articles of organization.

1. The name of the limited liability company which complies with Section 33-44-105 of the 1976 South Carolina Code of Laws, as amended is _____

2. The office of the initial designated office of the limited liability company in South Carolina is

Street Address

City State Zip Code

3. The initial agent for service of process of the limited liability company is

Name Signature

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

Street Address

City State Zip Code

4. The name and address of each organizer

(a) _____
Name

Street Address

City State Zip Code

(b) _____
Name

Street Address

City State Zip Code

(Add additional lines if necessary)

5. Check this box only if the company is to be a term company. If so, provide the term specified

6. Check this box only if management of the limited liability company is vested in a manager or managers. If this company is to be managed by managers, specify the name and address of each initial manager

a. _____
Name

_____ Business Address

_____ City State Zip Code

b. _____
Name

_____ Business Address

_____ City State Zip Code

c. _____
Name

_____ Business Address

_____ City State Zip Code

d. _____
Name

_____ Business Address

_____ City State Zip Code

(Add additional lines if necessary)

7. Check this box only if one or more of the members of the company are to be liable for its debts and obligations under Section 33-44-303(c) of the 1976 South Carolina Code of Laws, as amended. If one or more members are so liable, specify which members, and for which debts, obligations or liabilities such members are liable in their capacity as members.

8. Check the appropriate box:

- a. This limited liability company was converted from a general partnership.
- b. This limited liability company was converted from a limited partnership. The certificate of limited partnership is to be canceled as of the date the conversion took effect.

9. The former name of this limited liability company while either a general partnership or limited partnership was:

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

- b. The number of votes by the partners (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"

11. 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:

12. Set forth any other provisions not inconsistent with law which the organizers determine to include, including any provisions that are required or are permitted to be set forth in the limited liability company operating agreement.

13. Signature of each organizer:

_____ Signature of Organizer	_____ Date
_____ Signature of Organizer	_____ Date

FILING INSTRUCTIONS

1. File two copies of this form, the original and either a duplicate original or a conformed copy.
2. If space in this form is insufficient, please attach additional sheets containing a reference to the appropriate paragraph in this form, or prepare this using a computer disk, which will allow for expansion of space on this form.
3. This form must be accompanied by the filing fee of \$110.00 payable to the Secretary of State.

Return to: Secretary of State
P.O. Box 11350
Columbia, SC 29211