

West Virginia Secretary of State
State Capitol Building
Charleston, WV 25305



Penney Barker, Manager
Business & Licensing Division
Tel: (304)558-8000
Fax: (304)558-8381
Website: www.wvsos.com
E-mail: business@wvsos.com

FILE ONE ORIGINAL
(Two if you want a filed
stamped copy returned to you)
FEE: \$25.00

WEST VIRGINIA
STATEMENT OF CONVERSION
of a domestic corporation to a limited liability company
(Form to accompany the Articles of Organization)

Office Hours: Monday - Friday
8:30 a.m. - 5:00 p.m. EST

*** In accordance with [§31D-11-1109](#) of the Code of West Virginia, the undersigned organization ***
adopts the following Articles of Conversion.

- The Corporation was **converted** to a Limited Liability Company.
- The name of the Corporation that converted to a Limited Liability Company, and if it has been changed, the name under which it was originally Incorporated is:

- The date of filing of its original Articles of Incorporation with the WV Secretary of State is: _____
- The name of the Limited Liability Company into which the Corporation shall be converted is:

- The following statement **must be checked** before the Secretary of State can approve the conversion:

The conversion has been approved in accordance with the provisions of West Virginia Code [§31D-11-1109](#). (see statement below)

[31D-11-1109 \(b\)](#) The Board of Directors of the corporation which desires to convert under this section shall adopt a plan of conversion approving the conversion and recommending the approval of the conversion by the shareholders of the corporation. Such resolution shall be submitted to the shareholders of the corporation at an annual or special meeting. The corporation must notify each shareholder, whether or not entitled to vote of the meeting of shareholders at which the plan of conversion is to be submitted for approval. At the meeting, the plan of conversion shall be considered and a vote taken for its adoption or rejection. Approval of the plan of conversion requires the approval of all of the shareholders, whether or not entitled to vote.

- The requested **effective date** is: the date and time of filing in the Secretary of State's Office
[Requested date *may not be earlier than*
filing nor later than 90 days after filing
in our office.] the following date: _____
- Name and phone number of contact person** to reach if there is a problem with the filing.

_____ Contact Name _____ Phone Number

- Signature information** (See below **Important Legal Notice Regarding Signature*):

Print Name of Signer: _____ Title/Capacity: _____

Signature: _____ **Date:** _____

***Important Legal Notice Regarding Signature:** Per West Virginia Code [§31D-1-129](#). Penalty for signing false document. Any person who signs a document he or she knows is false in any material respect and knows that the document is to be delivered to the secretary of state for filing is guilty of a misdemeanor and, upon conviction thereof, shall be fined not more than one thousand dollars or confined in the county or regional jail not more than one year, or both.