



**MICHAEL A. MAURO**  
*Secretary of State*  
*State of Iowa*

**LIMITED LIABILITY COMPANY**  
**Application for**  
**Certificate of Authority**

TO THE SECRETARY OF STATE OF THE STATE OF IOWA:

Pursuant to section 1402 of the *Iowa Limited Liability Company Act*, the undersigned applies for a certificate of authority to transact business in Iowa and hereby states:

1. The name of the limited liability company: \_\_\_\_\_

1A. The name the limited liability company will use in Iowa, **if different** than the legal name of the company named above:

\_\_\_\_\_  
*(Refer to note #4 on the back of this form)*

2. The limited liability company is formed under the laws of the state (or foreign country) of:  
 \_\_\_\_\_

3. The date of formation of the limited liability company: \_\_\_\_\_

4. The duration of the limited liability company is: \_\_\_\_\_

5. The street address of its registered office in Iowa and the name of its registered agent at that office:

\_\_\_\_\_  
 Name

\_\_\_\_\_  
 Address City State Zip

The registered office and registered agent comply with the requirements of section 490A.501.\*

6. The address of the office required to be maintained in the state of its formation by the law of that state (if such an address is not required, the address of the principal office of the limited liability company):

\_\_\_\_\_  
 Address

\_\_\_\_\_  
 City State Zip

7. (A) This foreign limited liability company is governed by an operating agreement that establishes or provides for the establishment of designated series of members, managers or membership interests having separate rights, powers, or duties with respect to specified property or obligations of the foreign limited liability company, or profits and losses associated with the specified property or obligations.  YES  NO

(B) All debts, liabilities, and obligations incurred, contracted for, or otherwise existing with respect to a particular series, if any, are enforceable against the assets of such series only, and not against the assets at the foreign limited liability company generally.  YES  NO

8. The effective date and time of this application, **if different** than the date and time of filing:  
*(Refer to note #3 on the back of this form)*

Date \_\_\_\_\_ Time \_\_\_\_\_

9. A certificate of existence, or a document of similar import, duly authenticated within 90 days prior to the date of this application by the secretary of state or proper officer in the state or other jurisdiction of its formation accompanies this application.

Signature \_\_\_\_\_ Date \_\_\_\_\_

Type or print name and title \_\_\_\_\_

## NOTES:

1. The filing fee is \$100.00. Make checks payable to SECRETARY OF STATE
2. The application is to be signed by the manager. If a manager has not been selected, the application should be signed by the person forming the limited liability company. If the limited liability company is in the hands of a court appointed fiduciary, the application needs to be signed by the fiduciary. A copy of a signature is acceptable for filing. Verification is not required.
3. The effective time and date of the application is the **later** of the following:
  - a. the time of filing on the date it is filed;
  - b. the time specified in the application on the date it is filed.
  - c. the time & date specified in the application, not later than 90 days after the date it is filed.
4. If the name of the company does not satisfy the requirements of section 401 of the *Iowa Limited Liability Company Act*, the foreign limited liability company may do either of the following in applying for a certificate of registration:
  - a. add the following to its name for use in Iowa: "Limited Company" or "L.C." or
  - b. use a fictitious name that is available, to transact business in Iowa if the limited liability company's real name is unavailable.
5. The application may be delivered by FAX.
6. The information you provide will be open to public inspection under Iowa Code chapter 22.11.

### **\*Section 490A.501 Registered Office and Registered Agent**

Each limited liability company must continuously maintain in this state each of the following:

1. A registered office that may be the same as any of its places of business.
2. A registered agent who may be any of the following:
  - a. An individual who is a resident of this state and whose business office is identical with the registered office.
  - b. A domestic corporation, domestic limited liability company, or not for profit domestic corporation whose business office is identical with the registered office.
  - c. A foreign corporation, foreign limited liability company, or not for profit foreign corporation authorized to transact business in this state whose business office is identical with the registered office.

**SECRETARY OF STATE**  
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