

**MICHIGAN DEPARTMENT OF ENERGY, LABOR & ECONOMIC GROWTH  
BUREAU OF COMMERCIAL SERVICES**

Date Received

(FOR BUREAU USE ONLY)

This document is effective on the date filed, unless a subsequent effective date within 90 days after received date is stated in the document.

Name

Address

City

State

Zip Code

EFFECTIVE DATE:

Document will be returned to the name and address you enter above.

If left blank document will be mailed to the registered office.

**RESTATED ARTICLES OF ORGANIZATION  
For use by Domestic Limited Liability Companies**

(Please read information and instructions on last page)

*Pursuant to the provisions of Act 23, Public Acts of 1993, the undersigned limited liability company executes the following Restated Articles:*

1. The name of the limited liability company is:

2. The identification number assigned by the Bureau is:

3. All former names of the limited liability company are:

4. The date of filing the original Articles of Organization was: \_\_\_\_\_

*The following Restated Articles of Organization supersede the Articles of Organization, as amended, and shall be the Articles of Organization for the limited liability company.*

**ARTICLE I**

The name of the limited liability company is:

**ARTICLE II**

The purpose or purposes for which the limited liability company is formed is to engage in any activity within the purposes for which a limited liability company may be formed under the Limited Liability Company Act of Michigan.

**ARTICLE III**

The duration of the limited liability company if other than perpetual is: \_\_\_\_\_

**ARTICLE IV**

1. The street address of the registered office is:

\_\_\_\_\_, Michigan \_\_\_\_\_  
(Street Address) (City) (ZIP Code)

2. The mailing address of the registered office if different than above:

\_\_\_\_\_, Michigan \_\_\_\_\_  
(Street Address or P.O. Box) (City) (ZIP Code)

3. The name of the resident agent is: \_\_\_\_\_

**ARTICLE V (Additional provisions, if any, may be inserted here; attach additional pages if needed.)**

Empty box for Article V provisions.

Complete section (a) if the Restated Articles only restate and integrate the Articles of Organization, otherwise, complete section (b). **Do not complete both.** (Check one)

- (a) These Restated Articles of Organization only restate and integrate the Articles of Organization.
- (b) These Restated Articles amend the Articles of Organization and were approved on the \_\_\_\_\_ day of \_\_\_\_\_, \_\_\_\_\_ in accordance with Section 604 of the Act: (check one)
  - by unanimous vote of all of the members entitled to vote.
  - by a majority in interest if an operating agreement authorizes amendment of the Articles of Organization by majority vote.

This document is hereby signed as required by Section 103 of the Act.

Signed this \_\_\_\_\_ day of \_\_\_\_\_, \_\_\_\_\_

By \_\_\_\_\_  
(Signature of Member, Manager, or Authorized Agent)

\_\_\_\_\_  
(Type or Print Name and Capacity)

Preparer's Name \_\_\_\_\_

Business Telephone Number \_\_\_\_\_

### INFORMATION AND INSTRUCTIONS

1. This form may be used to draft your Restated Articles of Organization. A document required or permitted to be filed under the act cannot be filed unless it contains the minimum information required by the act. The format provided contains only the minimal information required to make the document fileable and may not meet your needs. This is a legal document and agency staff cannot provide legal advice.
2. Submit one original of this document. Upon filing, the document will be added to the records of the Bureau of Commercial Services. The original will be returned to your registered office address, unless you enter a different address in the box on the front of this document.  
  
Since this document will be maintained on electronic format, it is important that the filing be legible. Documents with poor black and white contrast, or otherwise illegible, will be rejected.
3. This document is to be used pursuant to section 604 of Act 23, P.A. 1993, for the purpose of restating the Articles of Organization of a domestic limited liability company. Restated Articles of Organization are an integration into a single instrument of the current provisions of the limited liability company's Articles of Organization along with any desired amendments to those Articles.
4. Restated Articles of Organization which do not amend the Articles of Organization may be adopted by the managers without a vote of the members. Restated Articles of Organization which amend the Articles of Organization require approval by the members.
5. Item 2 - Enter the identification number assigned by the Bureau.
6. If a domestic limited liability company is changing to a domestic professional service limited liability company
  - a) Article I - The name shall contain the words "Professional Limited Liability Company" or the abbreviation "P.L.L.C.", "P.L.C.", "PLLC", or "PLC".
  - b) Article II - State the specific professional service(s) for which the limited liability company is organized.
  - c) Members and managers must be licensed to perform at least one of the service(s) for which the limited liability company is organized unless otherwise prohibited by law.

If the professional limited liability company renders a professional service that is included within the public health code, Act No. 368 of the Public Acts of 1978, being 333.1101 to 333.25211 of the Michigan Compiled Laws, then all members of the limited liability company shall be licensed or legally authorized to render the same professional service.

To assure the Restated Articles provide members and managers are properly licensed, the following or a similar statement must be included: "All members and managers will be duly licensed or otherwise legally authorized to render one or more of the professional service(s) for which this limited liability company is organized except as otherwise provided in Section 904 of this Act or prohibited".

7. This document is effective on the date endorsed "Filed" by the Bureau. A later effective date, no more than 90 days after the date of delivery, may be stated.
8. Restated Articles of Organization must be signed by a manager, if managed by one or more managers, a member if management remains in the members, or an authorized agent of the company.

**NONREFUNDABLE FEE:** Make remittance payable to the State of Michigan. Include limited liability company name and identification number on check or money order. .... **\$50.00**

To submit by mail:

Michigan Department of Labor & Economic Growth  
Bureau of Commercial Services  
Corporation Division

P.O. Box 30054  
Lansing, MI 48909

To submit in person:

2501 Woodlake Circle  
Okemos, MI  
Telephone: (517) 241-6470

Fees may be paid by VISA or Mastercard when delivered in person to our office.

MICH-ELF (Michigan Electronic Filing System):

First Time Users: Call (517) 241-6470, or visit our website at <http://www.michigan.gov/corporations>  
Customer with MICH-ELF Filer Account: Send document to (517) 636-6437.

DELEG is an equal opportunity employer/program. Auxiliary aids, services and other reasonable accommodations are available upon request to individuals with disabilities.

**New expedited services beginning January 1, 2006.**

Expedited review and filing, if fileable, is available for all documents for profit corporations, limited liability companies, limited partnerships and nonprofit corporations.

The expedited service fees are in addition to the regular fees applicable to the specific document:

Please complete a separate BCS/CD-272 form for expedited service for each document via in person, mail and MICH-ELF.

**24-hour service- \$50 for formation documents and applications for certificate of authority.**

**24-hour service-\$100 for any document concerning an existing entity.**

**Same day service**

- **Same day- \$100 for formation documents and applications for certificate of authority.**  
**Same day- \$200 for any document concerning an existing entity**  
Review completed on day of receipt. Document and request for same day expedited service must be received by 1 p.m. EST or EDT.
- **Two hour- \$500**  
Review completed within two hours on day of receipt. Document and request for two hour expedited service must be received by 3 p.m. EST or EDT.
- **One hour- \$1000**  
Review completed within one hour on day of receipt. Document and request for 1 hour expedited must be received by 4 p.m. EST or EDT.

First time MICH-ELF user requesting expedited service must obtain a MICH-ELF filer number prior to submitting a document for expedited service. BCS/CD-901

Changes to information on MICH-ELF user's account must be submitted before requesting expedited service. BCS/CD-901