

Preparer's Name _____

Business Telephone Number _____

INFORMATION AND INSTRUCTIONS

- 1. This form may be used to draft your Certificate of Abandonment of Merger. 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 Certificate is to be used pursuant to section 706 of Act 23, P.A. of 1993, to abandon a merger before the effective date in accordance with procedures set forth in the Plan of Merger, or if none is set, by unanimous consent of members of each constituent company unless the operating agreement provides otherwise.
- 4. Item 2 - Enter the identification number assigned by the Bureau. If this number is unknown, leave it blank.
- 5. This Certificate of Abandonment may be filed within 10 days after the abandonment, but not later than the specified effective date.
- 6. This Certificate must be signed for each domestic limited liability company 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.
- 7. **NONREFUNDABLE FEE:** This form must be filed on behalf of each domestic limited liability company for which a Certificate of Merger was previously filed. Make remittance payable to the State of Michigan. Include limited liability company name and identification number on check or money order. **\$10.00**

To submit by mail:

Michigan Department of Licensing and Regulatory Affairs
Bureau of Commercial Services
Corporation Division

P.O. Box 30054
Lansing, MI 48909

To submit in person:

2501 Woodlake Circle
Okemos, MI 48864
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.

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

Optional expedited service.

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

The nonrefundable expedited service fee is 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 submitted in person, by mail or 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 service 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.

Documents submitted by mail are delivered to a remote location for receipts processing and are then forwarded to the Corporation Division for review. Day of receipt for mailed expedited service requests is the day the Corporation Division receives the request.