

**Office of the Minnesota Secretary of State**  
**Minnesota Limited Liability Company | Statement of Dissolution**  
*Minnesota Statutes, Chapter 322C*



**This form can only be used by entities governed under Chapter 322C.**

**Read the instructions before completing this form.**

**Filing Fee: \$55 for expedited service in-person, \$35 if submitted by mail**

This form does NOT dissolve a Limited Liability Company. In order to file this form, your organization must have already been dissolved by an event listed in Minnesota Statutes, 322C.0701. If this organization has an Limited Liability Company on file with this office, a separate Statement of Termination form under 322C.0702 is required in order to cancel that registration and move that record into the inactive file.

**The limited liability company listed has been dissolved under 322C.0701 and is winding up its business.**

1. File Number: \_\_\_\_\_

2. Limited Liability Company Name: (Required)

\_\_\_\_\_

3. I, the undersigned, certify that I am signing this document as the person whose signature is required, or as agent of the person(s) whose signature would be required who has authorized me to sign this document on his/her behalf, or in both capacities. I further certify that I have completed all required fields, and that the information in this document is true and correct and in compliance with the applicable chapter of Minnesota Statutes. I understand that by signing this document I am subject to the penalties of perjury as set forth in Section 609.48 as if I had signed this document under oath.

\_\_\_\_\_  
Signature of Authorized Person or Authorized Agent

\_\_\_\_\_  
Date

**Email Address for Official Notices**

Enter an email address to which the Secretary of State can forward official notices required by law and other notices:

\_\_\_\_\_

Check here to have your email address excluded from requests for bulk data, to the extent allowed by Minnesota law.

**List a name and daytime phone number of a person who can be contacted about this form:**

\_\_\_\_\_  
Contact Name

\_\_\_\_\_  
Phone Number

## INSTRUCTIONS

File your business document online by visiting our website at [www.sos.mn.gov](http://www.sos.mn.gov).

This form is intended merely as a guide for filing and is not intended to cover all situations. Retain the original signed copy of this document for your records and submit a legible photocopy for filing with the Office of the Secretary of State.

This form does NOT dissolve a Limited Liability Company. In order to file this form, your organization must have already been dissolved by an event listed in Minnesota Statutes, 322C.0701. If this organization has an Limited Liability Company on file with this office, a separate Statement of Termination form under 322C.0702 is required in order to cancel that registration and move that record into the inactive file.

1. List the File Number provided by the Minnesota Secretary of State.
2. List the name the limited liability company.
3. A signature of a person authorized by the limited liability company to sign documents or an Authorized Agent (The signing party must indicate on the document that they are acting as the agent of the person(s) whose signature would be required and that they have been authorized to sign on behalf of that person(s).) is required.

**Email Address for Official Notices.** This email address may be used to send annual renewal reminders and other important notices that may require action or response. Check the box if you wish to have your email address excluded from requests for bulk data, to the extent allowed by Minnesota law.

**List a name and daytime telephone number of a person who can be contacted about this form.**

**Filing Fee: \$55 for expedited service in-person, \$35 if submitted by mail**

**Payable to the MN Secretary of State**

Please submit all items together and mail to the address below:

**FILE IN-PERSON OR MAIL TO:**  
Minnesota Secretary of State - Business Services  
First National Bank Building  
332 Minnesota Street, Suite N201  
Saint Paul, MN 55101  
(Staffed 8 a.m. – 4 p.m., Monday - Friday, excluding holidays)

Phone Lines: (9 a.m. - 4 p.m., M-F) Metro Area 651-296-2803; Greater MN 1-877-551-6767

All of the information on this form is public. Minnesota law requires certain information to be provided for this type of filing. If that information is not included, your document may be returned unfiled. This document can be made available in alternative formats, such as large print, Braille or audio tape, by calling (651)296-2803/voice. For a TTY/TTD (deaf and hard of hearing) communication, contact the Minnesota Relay Service at 1-800-627-3529 and ask them to place a call to (651)296-2803. The Secretary of State's Office does not discriminate on the basis of race, creed, color, sex, sexual orientation, national origin, age, marital status, disability, religion, reliance on public assistance or political opinions or affiliations in employment or the provision of service.