Office of the Minnesota Secretary of State
Articles of Conversion

Minnesota Statutes, Chapter 302A

Read the instruction before completing this form. This form is intended merely as a guide for filing and is not intended to cover all situations.

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

The following type of organization is being converted into another organization and was approved as required by Chapter 302A.

1. Check the appropriate box for this conversion filing:

☐ Business Corporation (Domestic) governed under Chapter 302A converting to a Limited Liability Company (Domestic) under Chapter 322C.

☐ Business Corporation (Domestic) governed under Chapter 302A converting to a Limited Liability Company (Foreign).

☐ Business Corporation (Domestic) governed under Chapter 302A to a Business Corporation (Foreign).

☐ Business Corporation (Domestic) governed under Chapter 302A converting to a Limited Partnership (Domestic).

☐ Business Corporation (Domestic) governed under Chapter 302A converting to a Limited Partnership (Foreign).

☐ Business Corporation (Domestic) governed under Chapter 302A converting to a Limited Liability Partnership (Domestic).

☐ Business Corporation (Domestic) governed under Chapter 302A converting to a Limited Liability Partnership (Foreign).

☐ Business Corporation (Domestic) governed under Chapter 302A converting to a Cooperative (Domestic).

☐ Business Corporation (Domestic) governed under Chapter 302A converting to a Cooperative (Foreign).

☐ Business Corporation (Domestic) governed under Chapter 302A converting to a Cooperative Association.

2. Name of Organization before the Conversion is: (Required)

_____

3. File Number of the Organization before the Conversion: _____

4. Home Jurisdiction of Organization <u>before</u> the Conversion is: (Required) _____

5. Name of the Organization <u>after</u> the Conversion shall be: (Required)

_____

6. Home Jurisdiction of Organization <u>after</u> the Conversion shall be: (Required) _____

7. The time the Conversion is effective under the governing statute of the Converted Organization is:

_____

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8. If the converted organization is a domestic organization, the plan of conversion was approved under Section 322C.1007. If the converted organization is a foreign organization, the conversion was approved as required by the governing statute of the converted organization.

9. The Terms and Conditions of the Proposed Conversion are:
An additional sheet may be attached for additional Terms and Conditions

If no Terms and Conditions are listed, the undersigned personally certifies that there are no Terms and Conditions

10. A Converted Organization that is a foreign organization and not authorized to transact business in this state appoints the secretary of state as its agent for service of process for purposes of enforcing a debt, obligation, or other liability under this subdivision. The street address of an office that the secretary of state may use for the purposes of section 302A.691, subd. 3.

11. If the converted organization is a domestic organization, Include a copy of the Articles of Incorporation or Articles of Organization. (Required)

If the converted organization is a Limited Liability Partnership or a foreign entity, a separate qualification and applicable fee is required.

12. 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.

Authorized Signature of Individual on Behalf of the Converting Company or Authorized Agent (Required)

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

Contact Name and Phone Number

Entities that own, lease or have any financial interest in agricultural land or land capable of being farmed must registered with the Minnesota Department of Agriculture's Corporate Farm Program.

Print Reset

INSTRUCTIONS

This form is intended merely as a guide for filing and is not intended to cover all situations. Other conversion transactions are possible but are not covered by this form or any form from the Office of the Secretary of State. 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.

1. Check the appropriate box for this conversion filing.
2. List the name of the organization that is converting, as it is immediately before the conversion. (Required)
3. List the File Number of Organization before the Conversion.
4. List the Home Jurisdiction of Organization before the Conversion. (Required)
5. List the name that will be filed for the organization immediately after the conversion. (Required)
6. List the Home Jurisdiction of Organization after the Conversion. (Required)
7. List the time the Conversion is effective under the governing statute of the Converted Organization.
8. If the converted organization is a domestic organization, the plan of conversion was approved under Section 322.1007. If the converted organization is a foreign organization, the conversion was approved as required by the governing statue of the converted organization.
9. List the terms and conditions of the proposed conversion, if any.
10. If the converted organization will be a foreign organization and is not authorized to transact business in this state, list the street address of an office that the secretary of state may use for the purposes of section 302A.691, subdivision 3 or 322C.1010, subdivision 3.
11. Include a copy of the Articles of Incorporation or Articles of Organization. (Required only if the converted organization is a domestic entity.)

If the converted entity is a Limited Liability Partnership or a foreign entity, a separate qualification and applicable fee is required.

12. Must be signed on behalf of the converting company or 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).) (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

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.