



THE STATE

of **ALASKA**

Department of Commerce, Community, and Economic Development
Division of Corporations, Business and Professional Licensing

Corporations Section

State Office Building, 333 Willoughby Avenue, 9th Floor

PO Box 110806, Juneau, AK 99811-0806

Phone: (907) 465-2550 ★ Fax: (907) 465-2974

Email: corporations@alaska.gov

Website: <http://commerce.alaska.gov/cbpl/corp>

STATEMENT OF DOMESTICATION

These instructions and the attached form 08-597 are specifically for

A Domestic (Alaskan) Limited Liability Company

Domesticating to a Foreign (non-Alaskan) Limited Liability Company

which will continue to conduct business in Alaska as

a qualified (on record with the division) Foreign Limited Liability Company

Under the Alaska Entity Transaction Act AS 10.55.501-506 and AS 10.50.615

\$175.00 filing fee.

- \$ 25.00 Statement of Domestication (non-refundable)
- \$150.00 Registration of Foreign LLC (non-refundable)

INSTRUCTIONS FOR STATEMENT OF DOMESTICATION *(Please retain for your records):*

IMPORTANT:

This form is to be used only if the foreign (non-Alaskan) limited liability company (listed in Item # 2 on the Statement of Domestication) will continue to be doing business in Alaska.

If the domesticated foreign limited liability company will not be doing business in Alaska, then you must use form 08-601, A Domestic (Alaskan) Entity Domesticating to an Unqualified Foreign (Non-Alaskan) Entity Not Conducting Business in Alaska.

NOTICE: The Statement of Domestication will not be filed if a biennial report is due. Please verify the following for the domesticating entity before completing the application:

- Is the qualified entity (on record with this division) in “Good Standing” status?
- Have all required biennial reports been filed?
- Are the officials on record correct, current and up to date? *(Used to verify signatures for this filing.)*
- Is the Registered Agent information on record correct, current and up to date?

To verify the above information you may search for the entity by going to the above website, click License Search and under Search License Data select Corporations.

- If there is a biennial report due, it may be filed online (for immediate posting) by selecting Biennial Reports on the above website.
- If the officials have changed and there is no biennial report due then please submit a Notice of Change of Officials located on the above website under Forms and Fees. Select the appropriate version based on your entity type.
- If the Registered Agent information needs to be updated please submit a Statement of Change located on the above website under Forms and Fees. Select the appropriate version based on your entity type.

Statement of Domestication: Domestic LLC Domesticating to Foreign LLC which continues to conduct business in AK

WHAT IS A DOMESTICATION?

Domestication (moving from a different jurisdiction or home state to a new jurisdiction or home state) means a transaction authorized by AS 10.55.501-10.55.506, with the exception of the entities excluded under AS 10.55.110. Under this:

- A domestic (Alaskan) limited liability company may become a foreign (non-Alaskan) limited liability company in a foreign jurisdiction if the domestication is authorized by the law of the foreign jurisdiction.

NOTICE: The Statement of Domestication must be filed in conjunction with Certificate of Registration (attached to this form) for a Foreign (non-Alaskan) Limited Liability company (which will continue to conduct business in Alaska after the domestication) and the applicable \$150.00 fee (which is already included in the above stated filing fees).

ITEM 1: Provide the domesticating (moving from) domestic (Alaskan) limited liability company name (which is moving from Alaska to a different jurisdiction), and the Alaska Entity Number (mandatory). (Note: the entity type in Item #1 must match the entity type in Item #2.)

ITEM 2: Provide the domesticated (moving to) foreign (non-Alaskan) limited liability company name (which will continue to conduct business in Alaska after the domestication), and the jurisdiction (home state moving to). (Note: the entity type in Item #2 must match the entity type in Item #1.)

- The name of the limited liability company must contain the words "limited liability company" or the abbreviation "L.L.C.," or "LLC". The word "limited" may be abbreviated as "Ltd.," and the word "company" may be abbreviated as "Co."
- The name of a city, borough, or village may be used in a limited liability company name; however, the name may not contain the word "city," "borough," or "village" or otherwise imply that the company is a municipality.
- A company name must be distinguishable upon the record. To search the availability of the legal name of the company in the State of Alaska go to the above website, click License Search, and select Search Corporations Database.
- **NOTE:** the name of the limited liability company in Item #2 on the Statement of Domestication must match the name in Item #1 on the Certificate of Registration attached to this filing.

ITEM 3: (Optional) The future effective date of domestication, if different from date of filing, must be a specific future date and cannot exceed 90 days from date of filing. Future effective date (mm/dd/yyyy format).

ITEM 4: This statement is required by statute. Please read through and verify.

ITEM 5: The domesticated (moving to) entity is a foreign (non-Alaskan) limited liability company, which will continue to be conducting business in Alaska as a foreign limited liability company after the domestication, must complete the attached Certificate of Registration portion of this form.

ITEM 6: The Statement of Domestication must be signed on behalf of the domesticating (moving from) entity (listed in Item #1 above) in the following manner:

- If the domesticating entity is a corporation, it must be signed by an officer of the corporation.
- If the domesticating entity is not a corporation, it must be signed by the person authorized by the entity.
- If the domesticating entity is in the hands of a receiver, trustee, or other court-appointed fiduciary, it must be signed by the fiduciary.

If the domesticating entity is currently on record with this division (has an AK Entity Number) and the signer is an official of the entity then the signer must be currently on record with this division.

Provide the printed name of the signer, the full title/capacity of the authorized signer, the name of the business corporation that the individual is representing, and signature of the individual authorized to sign.

Statement of Domestication: Domestic LLC Domesticating to Foreign LLC which continues to conduct business in AK

NOTE - Signatures:

Per AS 10.55.609, persons who sign documents to be filed with the commissioner that are known by the person to be false in material respects are guilty of a class A misdemeanor.

NOTE: Plan of Domestication –OR- Statement of Domestication

Do not send both together. Submit either the Statement of Domestication **OR** the plan of domestication that is signed on behalf of all entities and contains all the information required to be in the Statement of Domestication and is delivered to the Division for filing after the plan has been adopted and approved by all merging entities. Sending both the plan of domestication and the Statement of Domestication together may cause delays in processing time.

SUBMITTAL: Please submit forms and payment together.

- Mail the Statement of Domestication (form 08-597) and the \$175.00 non-refundable filing fee in U.S. dollars to:
 - State of Alaska, Corporations Section, PO Box 110806, Juneau, AK 99811-0806
- If faxing the form please include the Credit Card Payment form with the appropriate fees.
- Do not email forms or payment.

STANDARD PROCESSING TIME for complete and correct applications submitted to this office is approximately 10-15 business days. All applications are reviewed in the date order they are received.

IMPORTANT:

This form is to be used only if the foreign (non-Alaskan) limited liability company (listed in Item # 2 on the Statement of Domestication) will continue to be doing business in Alaska. If the domesticated foreign limited liability company will not be doing business in Alaska, then you must use form 08-601, A Domestic (Alaskan) Entity Domesticating to an Unqualified Foreign (Non-Alaskan) Entity Not Conducting Business in Alaska.

INSTRUCTIONS FOR CERTIFICATE OF REGISTRATION

These instructions are specific for the Certificate of Registration which must be attached to the Statement of Domestication (form 08-597)

ITEM 1: Legal Name of the Limited Liability Company

Provide the name of the domesticated foreign (non-Alaskan) limited liability company here:

- The name of the limited liability company must contain the words “limited liability company” or the abbreviation “L.L.C.,” or “LLC”. The word “limited” may be abbreviated as “Ltd.,” and the word “company” may be abbreviated as “Co.”
- The name of a city, borough, or village may be used in a limited liability company name; however, the name may not contain the word “city,” “borough,” or “village” or otherwise imply that the company is a municipality.
- A company name must be distinguishable upon the record. To search the availability of the legal name of the company in the State of Alaska go to the above website, click License Search, and select Search Corporations Database.
- **NOTE:** the name of the limited liability company in Item #1 on the Certificate of Registration must match the name in Item #2 on the Statement of Domestication portion of this filing.

The limited liability company must be in good standing in their state of domicile, before we can issue a certificate of registration, please check the box to confirm the limited liability company is in good standing/compliance in their state of domicile. Note: as proof, the division may ask for a certificate of good standing/compliance, less than 60 days old, from the state of domicile.

Statement of Domestication: Domestic LLC Domesticating to Foreign LLC which continues to conduct business in AK

ITEM 2: Assumed Name

The name the limited liability company elects to use if the legal name is already in use by another entity in Alaska.

ITEM 3: State of Domicile, Date of Organization, Duration

Indicate the state of domicile, or “home state”, and the date of organization in the state of domicile (mm/dd/yyyy) format.

Duration is the life expectancy of the corporation in Alaska.

- It may be a specific future date of less than 100 years.
- If there is no expected end date, select the “perpetual” box, indicating the corporation plans to transact business uninterrupted for an undeterminable amount of time.

ITEM 4: Disclosure of Corporate Purposes

- The purpose describes activities of the company at the time of the initial filing and may include “any lawful.”
- In addition to purpose, also include the NAICS code where indicated. NAICS code may not conflict with the purpose listed. For a complete list of NAICS codes go to the above website and select NAICS Codes.

ITEM 5: Registered Agent

The registered agent for the foreign (non-Alaskan) limited liability company (listed in Item #1 on the Certificate of Registration) is the same agent on record for the domesticating (changing from) entity (listed in Item #1 on the Statement of Domestication). Per Alaska Statutes the registered agent information may only be updated via a Statement of Change Registered Agent form. The non-refundable filing fee for a Statement of Change is \$25. The appropriate Statement of Change form, based on entity type, can be found on the above website and select Forms and Fees.

For more information go to the above website and select Registered Agents FAQs.

ITEM 6: Principal Office Address

The physical and mailing address of the limited liability company (wherever located).

ITEM 7: Management

- An LLC may be managed by members, or managed by managers.
- If the LLC is managed by members, there will be no managers and there must be at least one member.
- If the LLC is managed by managers, there must be at least one member and one manager; additionally the managers have sole decision making power within the LLC.
- For additional information regarding management of see AS 10.50 Limited Liability Company Act.

ITEM 8: MEMBERS AND/OR MANAGERS

List the members and/or managers of the LLC.

- The limited liability company must have at least one member on record, and, in addition, list the name, address and % held of each member (person/entity) owning at least 5% in the company.
- If the company is managed by a Manager (see Item #7 above) then list the name, address and % held (if applicable) of each Manager.

NOTE: Please do not include confidential information such as Social Security Numbers, driver license numbers or date of birth as this record is public information.

SIGNATURES:

Per AS 10.55.405(d) the Certificate of Registration filed with the Statement of Domestication (form 08-597) does not need to be signed; the Statement of Domestication portion of this filing must be signed.

NOTE - Operating Agreement: An operating agreement is not required to be filed with this office; operating agreements are to be maintained by the entity. If you include your operating agreement, it will be returned without being filed for record.

STANDARD PROCESSING TIME for complete and correct applications submitted to this office is approximately 10-15 business days. All applications are reviewed in the date order they are received.

ADDITIONAL RESOURCES:**Professional Licensing Section:**

For information regarding what professions require a professional license, statutes, how to obtain a professional license, and/or the expiration date if you already have a professional license, visit the Professional Licensing website at <http://commerce.alaska.gov/cbpl/pl>.

NOTICE: if a professional license is owned by an entity and there is a change in the entity then the professional license may be impacted. Contact the appropriate professional licensing examiner.

Business Licensing Section:

For the privilege of engaging in a business in the State of Alaska, a business license is required for a new entity. For information regarding business licenses, statutes, and how to obtain a business license, visit the Business Licensing website at <http://commerce.alaska.gov/cbpl/bl>.

NOTE: a change in the ownership of a business license requires a new business license.

Alaska Corporate Net Income Tax:

Every corporation earning gross income from sources within the state, except for those corporations that are specifically exempted, must file a corporation net income tax return. Contact the Alaska Department of Revenue, Tax Division, PO Box 110420, Juneau, Alaska, 99811-0420, telephone number (907) 465-2320 for more information.



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STATEMENT OF DOMESTICATION

Specifically for

**A Domestic (Alaskan) Limited Liability Company
Domesticating to a Foreign (non-Alaskan) Limited Liability Company**

which will continue to conduct business in Alaska as
a qualified (on record with the division) Foreign Limited Liability Company
Under the Alaska Entity Transaction Act AS 10.55.505

\$175.00 filing fee.

- **\$ 25.00 Statement of Domestication (non-refundable)** (\$25 Corp Fee)
- **\$150.00 Certificate of Registration of Foreign LLC (non-refundable)** (\$150 Corp Fee)

NOTICE: The Certificate of Registration of Foreign LLC must be submitted as an attachment.

Pursuant to the provisions of Alaska Statutes 10.55.505, excluding entities stated in AS 10.55.110, a domestic (Alaskan) limited liability company may domesticate (move from one jurisdiction to a different jurisdiction) and become a foreign (non-Alaskan) limited liability company, which will continue to conduct business in Alaska, of the same type by submitting the following statement:

ITEM 1: Name of the domesticating domestic (Alaskan) limited liability company: Alaska Entity # (mandatory):

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State of Domicile (moving from):

Type of Entity:

Alaska	Limited Liability Company
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ITEM 2: Name of the domesticated (moving to) foreign (non-Alaskan) limited liability company (which will continue to conduct business in Alaska after the domestication) must contain the words "limited liability company" or the abbreviation of "L.L.C" or "LLC." The word "limited" may be abbreviated as "Ltd." and the word "company" may be abbreviated as "Co." (Note: the name of the limited liability company in Item #2 on the Statement of Domestication must match the name in Item #1 on the Certificate of Registration attached to this filing.):

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Item 2 Continued on Next Page

Statement of Domestication: Domestic LLC Domesticating to Foreign LLC which continues to conduct business in AK

ITEM 2 CONTINUED:

Foreign (non-Alaskan) State of Domicile or Jurisdiction (moving to):	Type of Entity:
	Limited Liability Company

ITEM 3: (Optional) The future effective date of domestication, if different from date of filing, must be a specific future date and cannot exceed 90 days from date of filing. Future effective date (mm/dd/yyyy format): ___/___/____.

ITEM 4: The domestication has been approved in accordance with AS 10.55.501-10.55.506.

ITEM 5: The domesticated (moving to) entity is a foreign (non-Alaskan) limited liability company, which will continue to be conducting business in Alaska as a foreign limited liability company after the domestication, must complete the attached Certificate of Registration portion of this form.

ITEM 6: The Statement of Domestication must be signed on behalf of the domesticating (moving from) entity (listed in Item #1 above) in the following manner:

- If the domesticating entity is a corporation, it must be signed by an officer of the corporation.
- If the domesticating entity is not a corporation, it must be signed by the person authorized by the entity.
- If the domesticating entity is in the hands of a receiver, trustee, or other court-appointed fiduciary, it must be signed by the fiduciary.

If the domesticating entity is currently on record with this division (has an AK Entity Number) and the signer is an official of the entity then the signer must be currently on record with this division.

Provide the printed name of the signer, the full title/capacity of the authorized signer, the name of the business corporation that the individual is representing, and signature of the individual authorized to sign.

Signature	Printed Name	Title and entity that is represented	Date

NOTE - Signatures:

Per AS 10.55.609, persons who sign documents to be filed with the commissioner that are known by the person to be false in material respects are guilty of a class A misdemeanor.

SUBMITTAL: Please submit forms and payment together.

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IMPORTANT:

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Statement of Domestication: Domestic LLC Domesticating to Foreign LLC which continues to conduct business in AK

CERTIFICATE OF REGISTRATION

Specifically For

A Foreign (Non-Alaskan) Limited Liability Company with Statement of Domestication

Under AS 10.50.615 and the Alaska Entity Transaction Act AS 10.55.505

Pursuant to AS 10.55.505 the domesticated entity's public organic document must be submitted as an attachment to this Statement of Domestication.

Pursuant to AS 10.50.615 the undersigned foreign (non-Alaskan) limited liability company applies for a Certificate of Registration and, for that purpose, submits the following:

ITEM 1: Legal name of the limited liability company must contain the words "limited liability company" or the abbreviation "L.L.C.," or "LLC". The word "limited" may be abbreviated as "Ltd." and the word "company" may be abbreviated as "Co." (Note: the name of the limited liability company in Item #1 on the Certificate of Registration must match the name in Item # 2 on the Statement of Domestication portion of this filing.):

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This foreign entity is active and in good standing in the state/country of domicile.

ITEM 2: The assumed name the company elects to use in Alaska *if* the legal name is *not* available:

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ITEM 3: The state of domicile, or "home state"; date of organization in the state of domicile (mm/dd/yyyy format); and the duration, or "life expectancy" of the company:

State of domicile:	Date of Incorporation: ___/___/___	Duration: ___/___/___ <input type="checkbox"/> Perpetual
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ITEM 4: The purpose of the limited liability company (may include "any lawful") and, separately, the 6 digit NAICS Industry Grouping Code that most clearly describes the initial activities of the company:

Purpose:	NAICS code:								
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ITEM 5: Registered agent information:

The registered agent for the foreign (non-Alaskan) limited liability company (listed in Item #1 on the Certificate of Registration) is the same agent on record for the domesticating (changing from) entity (listed in Item #1 on the Statement of Domestication). Per Alaska Statutes the registered agent information may only be updated via a Statement of Change Registered Agent form. The non-refundable filing fee for a Statement of Change is \$25.

ITEM 6: Principal office address of the limited liability company (wherever located):

Name:		
Physical address:		
City:	State:	Zip Code:

Item 6 Continued on Next Page

Statement of Domestication: Domestic LLC Domesticating to Foreign LLC which continues to conduct business in AK

ITEM 6 CONTINUED:

Mailing address:		
City:	State:	Zip Code:

ITEM 7: Management. Choose only one of the options below:

The limited liability company is managed by its Members.

-OR-

The limited liability company is managed by a Manager.

ITEM 8:

The limited liability company must have at least one member on record, and, in addition, list the name, address and % held of each member (person/entity) owning at least 5% in the company.

Member Name(s)	Mailing address	City	State	ZIP code	% held

Attach a separate 8.5" x 11" sheet, if necessary.

If the company is managed by a Manager (see Item #7 above) then list the name, address and % held (if applicable) of each Manager.

Manager Name(s)	Mailing address	City	State	ZIP code	% held

Attach a separate 8.5" x 11" sheet, if necessary.

NOTE: Please do not include confidential information such as Social Security Numbers, driver license numbers or date of birth as this record is public information.

SIGNATURES:

Per AS 10.55.405(d) the Certificate of Registration filed with the Statement of Domestication (form 08-597) does not need to be signed; the Statement of Domestication portion of this filing must be signed.

Statement of Domestication: Domestic LLC Domesticating to Foreign LLC which continues to conduct business in AK

NOTE - Operating Agreement: An operating agreement is not required to be filed with this office; operating agreements are to be maintained by the entity. If you include your operating agreement, it will be returned without being filed for record.

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CONTACT INFORMATION SHEET

Please return this document with your filing. This information may be used by the division to assist with processing the attached filings. (NOTE: this form will not be filed for record or appear online.)

ENTITY NAME as it appears on this filing:

Alaska Entity #:

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QUESTIONS/PROBLEMS - The division may send any problems regarding this filing to:

Company:		
ATTN:		
Mailing Address:		
City:	State:	Zip Code:
Phone:	Email:	

FILED DOCUMENTS – Documents filed for record pertaining to this filing may be sent to:

Check this box if you want filed for record documents returned to the address listed above.

If you want the filed for record documents sent to a different address, please complete the following:

Company:		
ATTN:		
Mailing Address:		
City:	State:	Zip Code:

SUBMITTAL: Please submit forms and payment together.

STANDARD PROCESSING TIME for complete and correct applications submitted to this office is approximately 10-15 business days. All applications are reviewed in the date order they are received.

Contact Information Sheet



THE STATE
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Department of Commerce, Community, and Economic Development
Division of Corporations, Business and Professional Licensing

FOR DIVISION USE ONLY

State of Alaska
Department of Commerce, Community, and Economic Development
Division of Corporations, Business and Professional Licensing
PO Box 110806, Juneau, AK 99811
Phone: (907) 465-2550

Credit Card Payment Form

All major credit cards are accepted. For security purposes, do not email credit card information. Include this credit card payment form with your application.

Name of Applicant or Licensee: _____

Program Type: _____ License Number (if applicable): _____

I wish to make payment by credit card for the following (check all that apply):

AMOUNT

Application Fee: _____

License or Renewal Fee: _____

Other (name change, wall certificate, fine, duplicate license, exam, etc.):

1. _____

2. _____

TOTAL: _____

Name (as shown on credit card): _____

Mailing Address: _____

Phone Number: _____ Email (optional): _____

Signature of Credit Card Holder: _____

08-4438

Rev 12/26/18

Credit Card Payment Form (all major cards accepted)

CREDIT CARD INFO: Your payment cannot be processed unless all fields are completed!

<p>1. Account Number: _____</p> <p>2. Expiration Date: _____</p> <p>3. Billing ZIP Code: _____</p> <p>4. Security Code: _____</p>	<p>All four fields MUST be completed!</p> <p>This section will be destroyed after the payment is processed.</p>
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