

Instructions L035i

Notice of Winding Up

ARIZONA CORPORATION COMMISSION
Corporations Division
1300 West Washington Street
Phoenix, Arizona 85007
www.azcc.gov
(602) 542-3026



General Information

A Notice of Winding Up may (but is not required to) be filed when an internally dissolved limited liability company is in the process of winding up its activities and affairs. See A.R.S. § 29-3702. Statutes are available on the Arizona Legislature's website, www.azleg.gov, by following the link for Arizona Revised Statutes. The form provided by the Arizona Corporation Commission meets the minimum statutory requirements. Use of the A.C.C.'s form is not required.

Will the LLC still be "active" after filing a Notice of Winding Up?

No. Once the Notice of Winding Up has been approved for filing, the entity status will become "pending inactive." The status of "pending inactive" will remain until Articles of Termination are approved for filing with the Arizona Corporation Commission.

Can the Notice of Winding Up be revoked?

If the Notice of Winding Up has been approved for filing by the Arizona Corporation Commission, then the Notice of Winding Up cannot be revoked. If the Notice of Winding Up is pending (not yet approved for filing), then the LLC can submit a Statement of Withdrawal to cancel the submission.

What if the LLC internally rescinds its dissolution?

An LLC can rescind its dissolution unless Articles of Termination are filed and approved. If the LLC has rescinded its dissolution, has filed a Notice of Winding Up and the Notice of Winding Up has been approved for filing, the LLC must file a Statement of Correction. If the LLC has rescinded its dissolution, has filed a Notice of Winding Up and the Notice of Winding Up has been not been approved for filing, the LLC must file a Statement of Withdrawal. See A.R.S. § 29-3703. Statutes are available on the Arizona Legislature's website, www.azleg.gov, by following the link for Arizona Revised Statutes.

Is publication of the Notice of Winding Up required?

No.

Filing fee. The filing fee is \$10.00. For Expedited processing, add \$35.00. For Two-Hour Service, add \$400.00. For Same Day Service, add \$200.00. For Next Day Service, add \$100.00. For questions, contact our Call Center at 602-542-3026. All fees are nonrefundable. See A.R.S. § 29-3213.

Processing time. Processing times are posted on our website each Monday at www.ecorp.azcc.gov

For expedited (faster) processing, payment of the expedite fee plus payment of the filing fee must be submitted. See A.R.S. § 29-3213. The expedite fee is \$35.00. See Decision No. 68008, July 22, 2005, Docket No. AC-00000A-05-0488.

Same Day/Next Day Service fees, See Decision No. 77503, December 17, 2019, as amended on January 15, 2020. Docket No. ACC-00000A-19-0213.

Instructions

Number 1. List the exact name of the LLC as shown in the records of the Arizona Corporation Commission, including exact spelling, punctuation, and the LLC identifier such as Limited Liability Company or LLC, etc.

Number 2. This is a statement that must be true before the Notice of Winding Up may be filed. If the statement is not true, then do not submit the Notice of Winding Up. See A.R.S. § 29-3702. Statutes are available on the Arizona Legislature's website, www.azleg.gov, by following the link for Arizona Revised Statutes.

Signature and Verification

Any authorized person may sign the document under penalty of law. The "I accept" box must be checked.

Sign on the line underneath the "I accept" box. Print the name of the individual signing next to the signature. If completing the form online, type in the name in both fields. Fill in the date.

Check the appropriate box underneath the signature line to indicate whether the person signing is an authorized individual or signing on behalf of an entity authorized to sign the document. If the signer is an entity, fill in the entity name underneath the appropriate check box.

Submit the document

Cover Sheet. All documents must be submitted with a Cover Sheet. Forms are available on our website at this link: www.ecorp.azcc.gov

What to submit:

1. Cover Sheet
2. Notice of Winding UP
3. Payment.

By Mail. Mail the completed paper document, cover sheet, and payment (see below for payment information) to:
Arizona Corporation Commission
Corporations Division - Examination Section
1300 W. Washington St.
Phoenix, Arizona 85007

In Person. Deliver the completed document, cover sheet, and payment (see below for payment information) to:
Arizona Corporation Commission
Corporations Division - Examination Section
1300 W. Washington St.
Phoenix, Arizona 85007

Payment Methods

Credit card. If submitting the document in person, payment by credit card is acceptable. Credit cards cannot be used if submitting by mail. The Arizona Corporation Commission accepts only Visa or MasterCard.

Check. If submitting the document by mail or in person, payment by check is acceptable. Checks must be made payable to "Arizona Corporation Commission," with all words spelled out and no abbreviations. Checks must be completely and properly filled out, including the amount sections. We will not accept checks drawn on non-U.S. banks.

Money order. If submitting the document by mail or in person, payment by money order is acceptable.

Cash. If submitting the document in person, cash payments are acceptable at the Phoenix office ONLY (Tucson does not accept cash). Do not mail cash.
NOTE: No bills larger than \$20.00 will be accepted.

Questions

For questions, contact our Customer Service Call Center at 602-542-3026, or, within Arizona only, 800-345-5819.

DO NOT WRITE ABOVE THIS LINE; RESERVED FOR ACC USE ONLY.

NOTICE OF WINDING UP LIMITED LIABILITY COMPANY

Read the Instructions L035i

1. ENTITY NAME – give the exact name of the LLC as currently shown in A.C.C. records:

2. STATEMENT CONCERNING WINDING UP – by the signature appearing below, the limited liability company named in number 1 states that it has commenced to wind up its activities and affairs, pursuant to chapter 7, title 29 of the Arizona Revised Statutes.

SIGNATURE: By checking the box marked "I accept" below, I acknowledge *under penalty of law* that this document together with any attachments is submitted in compliance with Arizona law.

☐ I ACCEPT

Signature

Printed Name

Date (mm/dd/yyyy)

REQUIRED – check only one and fill in the corresponding blank if signing for an entity:

☐ I am an **individual** authorized to sign this document.

☐ I am signing on behalf of an **entity** that is authorized to sign this document.

Expedited or Same Day/Next Day services are available for an additional fee – see Instructions or Cover sheet for prices.

Filing Fee: \$10.00 (regular processing)
All fees are nonrefundable – see Instructions.

Mail: Arizona Corporation Commission – Examination Section
1300 W. Washington St., Phoenix, Arizona 85007
Fax: 602-542-4100

Please be advised that A.C.C. forms reflect only the **minimum** provisions required by statute. You should seek private legal counsel for those matters that may pertain to the individual needs of your business. All documents filed with the Arizona Corporation Commission are **public record** and are open for public inspection. If you have questions after reading the Instructions, please call 602-542-3026 or (within Arizona only) 800-345-5819.