



# Secretary of the State of Connecticut

Phone: [860-509-6003](tel:860-509-6003) Website: [business.ct.gov](http://business.ct.gov) Email: [bsd@ct.gov](mailto:bsd@ct.gov)

## Certificate of Conversion - Pursuant to C.G.S. Sec. 34-635

Domestic or Foreign (see C.G.S. Sec. 34-608 for excluded entities) - Use Ink or Type. Attache 8 1/2" X 11" Sheet if necessary

Filing Party (Confirmation will be sent to this address):

Name:

Address:

City:

State:

ZIP Code:

Email:

Telephone Number:

### Filing Fee: \$60

If converting into Connecticut  
must also include applicable  
organic document fee.  
See instructions.

Make checks payable to  
"Secretary of the State"

**1. Name of the Converting Entity (Required - Must include business designation (e.g., LLC, L.L.C., etc.)):**

Jurisdiction and Type of the Converting Entity

State:

Country:

Entity Type:

**2. Name of the Converted Entity (Required - Must include business designation (e.g., LLC, L.L.C., etc.)):**

Jurisdiction and Type of the Converted Entity

State:

Country:

Entity Type:

**Note: Must be different than in section 1.**

**3. Effective Filing Date - If not effective upon filing - (Cannot be prior to the filing date.)**

Date (MM/DD/YYYY): \_\_\_\_\_ / \_\_\_\_\_ / \_\_\_\_\_

**4. Approval Statement - Check Either Box "A" or "B" - Not Both:**

**A:**

Plan of conversion was approved by the converting Connecticut entity in accordance with CGS Chapter 616, Part IV.

**B:**

Plan of conversion was approved by the converting foreign entity in accordance with the law of its jurisdiction of organization.



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## 5. Complete Section "A" or "B" **Not Both**:

### **A:**

The converted entity is a domestic (Connecticut) entity, and its public organic document is attached hereto.  
(See Instructions)

### **B:**

The converted entity is foreign (state of jurisdiction is outside Connecticut), the converted entity appoints the Secretary of the State as its agent for service of process and the mailing address which process served to this office can be forwarded to is:

Address:

City:

State:

ZIP Code:

## 6. Execution / Signature (**Required** - Subject to penalties of false statement):

Date (MM/DD/YYYY): \_\_\_\_\_ / \_\_\_\_\_ / \_\_\_\_\_

**Printed Name:**

**Title/Capacity:**

**Signature:**

# Certificate of Conversion

## Instructions (All required sections must be completed):

Use this form: if a Connecticut entity is changing its entity type only, or is changing its entity type and state of jurisdiction; **or**, if a foreign entity is changing its entity type and its jurisdiction to Connecticut. Note that if the entity type is **not** being changed, do not use this form - (see "statement of domestication" form). (Also, see Chapter 616 C.G.S. 34-600 through 34-646 re: entity transactions; see C.G.S. 34-608 for excluded entities.) The filing fee of the conversion is \$60. If the converted entity's jurisdiction is Connecticut, the public organic document fee must be included. (Example 1: a Delaware LLC is converting to a Connecticut stock corporation with 20,000 shares of authorized stock-- the total fee will be \$310. Example 2: a Connecticut LLC is converting to a Delaware stock corporation; the total fee is \$60.)

1. Provide: a) The name of the converting business entity as it is currently on record in its state of formation, b) the state/jurisdiction under which the entity was formed and, c) the entity type/legal structure (e.g., "stock corporation," "limited liability company," etc.) "Converting entity" - means the domestic entity that approves a plan of conversion pursuant to section 34-633 or the foreign entity that approves a conversion pursuant to the law of its jurisdiction of organization.
2. Provide: a) The name of the converted business entity as it will appear on the records of the state of domicile and, b) the state/ jurisdiction under which the entity will be domiciled. (Note also that the entity type must be different in sections 1 and 2 if not, see C.G.S. Ch. 616 part V regarding Domestications) "Converted entity" - means the converting entity as it continues in existence after a conversion.
3. If the certificate of conversion will not be effective upon filing, provided a future effective date. (Note: future effective date cannot be a date prior to when the filing is received by this office).
4. Approval Statement - If the converting entity was formed under the laws of Connecticut, box "A" must be checked; if the converting entity was formed under the laws of another state/country, box "B" must be checked.
5. If the converted entity's jurisdiction will be Connecticut check box "A" and attach to the filing the public organic document. (Example: if converted entity will be a Connecticut LLC, attach a Certificate of Organization; if converted entity will be a Connecticut Stock Corp., attach the Certificate of Incorporation, etc.) If the converted entity's jurisdiction is other than Connecticut check box "B" to appoint the Secretary of the State as agent and provide a mailing address to which the Secretary of the State may send any process served pursuant to C.G.S. 34-636(e).
6. Execution: The form must be signed on behalf of the converting entity. Provide the date upon which the document is being signed, the printed name and title of the signer, and their signature.

## Office of the Secretary of the State

### **Mailing Address:**

Business Services Division  
P.O. Box 150470  
Hartford, Connecticut 06115-0470

### **Delivery Address:**

Business Services Division  
165 Capitol Avenue, Suite 1000  
Hartford, Connecticut 06106

**Phone:** [860-509-6003](tel:860-509-6003)

**Website:** [business.ct.gov](http://business.ct.gov)