



# State of Missouri

## Robin Carnahan, Secretary of State

**Corporations Division  
PO Box 778 / 600 W. Main St., Rm. 322  
Jefferson City, MO 65102**

# **Application for Registration of a Foreign Limited Liability Company**

*(Submit with filing fee of \$105.00)*

1. The name of the foreign limited liability company is \_\_\_\_\_
  2. The name under which the foreign limited liability company will conduct business in Missouri is (must contain "limited company, " "limited liability company", "LC", "LLC", "L.C.", or "L.L.C.") (must be filled out if different from line (1)): \_\_\_\_\_
  3. The foreign limited liability company was formed under the laws of \_\_\_\_\_ on the \_\_\_\_\_  
*(state or jurisdiction)*  
date of \_\_\_\_\_.  
*(month/day/year)*
  4. The purpose of the foreign limited liability company or the general character of the business it proposes to transact in this state is:

Name *Address (PO Box may only be used in conjunction with a physical street address)* City/State/Zip

*The Secretary of State is appointed agent for service of process if the foreign limited liability company fails to maintain a registered agent. **Note:** failure to maintain a registered agent constitutes grounds to cancel the registration of the foreign limited liability company.*

6. The address of the registered office in the jurisdiction organized. If none required, then the principal office address of the foreign limited liability company is:

Name *Address (PO Box may only be used in conjunction with a physical street address)* City/State/Zip

7. This application must include a current certificate of good standing/existence from the secretary of state or other similar official in the state of domicile. Such document should be dated within 60 calendar days from filing.

(Please see next page)

Name and address to return filed document:

Name: \_\_\_\_\_

Address:

City, State, and Zip Code:

In Affirmation thereof, the facts stated above are true and correct.

(The undersigned understands that false statements made in this filing are subject to the penalties provided under Section 575.040, RSMo)

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*Authorized Signature*

*Printed Name*

*Date*

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*Authorized Signature*

*Printed Name*

*Date*

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*Authorized Signature*

*Printed Name*

*Date*

# ***Missouri Revised Statutes***

## **Chapter 347**

### **Limited Liability Companies--Merger and Consolidation of Business**

#### **Section 347.163**

August 28, 2008

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#### **Failure to comply with registration requirements, penalty--no maintenance of action--validity of contracts--liability for debts --causes of action--activities not constituting transaction of business--foreign corporations and partnerships--construction.**

347.163. 1. Every foreign limited liability company now transacting business in or which may hereafter transact business in this state which shall neglect or fail to comply with the provisions of section 347.153 shall be subject to a fine of not less than one thousand dollars. If the secretary is advised that a foreign limited liability company is transacting business within this state in contravention of sections 347.010 to 347.187, the secretary shall report the fact to the prosecuting attorney of any county in which the limited liability company is transacting business, and the prosecuting attorney shall, as soon thereafter as is practical, institute proceedings to recover the fine prescribed in this section. In addition to such penalty, no foreign limited liability company failing to comply with sections 347.010 to 347.187 may maintain any suit or action, either legal or equitable, in any of the courts of this state, upon any demand, whether arising out of contract or tort, while the requirements of sections 347.010 to 347.187 have not been met.

2. The failure of a foreign limited liability company to register in this state does not impair the validity of any contract or act of the foreign limited liability company or prevent the foreign limited liability company from defending any action, suit or proceeding in any court of this state.

3. A member of a foreign limited liability company is not liable for any debts, obligations or liabilities of the foreign limited liability company solely by reason of having transacted business in this state without registration.

4. A foreign limited liability company, by transacting business in this state without registration, shall be subject to the provisions of sections 506.500 to 506.520, RSMo, with respect to causes of actions arising out of the transaction of business in this state.

5. Without excluding other activities which may not constitute transacting business in this state, a foreign limited liability company shall not be considered to be transacting business in this state, for purposes of sections 347.010 to 347.187, by reason of carrying on in this state any one or more of the following activities:

(1) Maintaining or defending any action or suit or any administrative or arbitration proceeding, or effecting the settlement thereof or the settlement of claims or disputes;

(2) Holding meetings of its members or carrying on other activities concerning its internal affairs;

(3) Maintaining bank accounts;

(4) Borrowing money or creating evidence of debt, mortgage or lien on or other security interest in real or personal property;

(5) Securing or collecting debts or enforcing any rights in properties securing the same;

(6) Transacting any business in interstate commerce; or

- (7) Conducting an isolated transaction completed within a period of thirty days and not in the course of a number of repeated transactions of a like nature.
6. A foreign corporation, as defined in section 351.015, RSMo, or section 355.066, RSMo, shall not be deemed to be transacting business in this state for the purposes of section 351.572, RSMo, solely for the reason that it is a member of a limited liability company.
7. A foreign limited partnership or foreign registered limited liability limited partnership, as defined in section 359.011, RSMo, shall not be deemed to be transacting business in this state for the purposes of section 359.551, RSMo, solely for the reason that it is a member of a limited liability company.
8. A foreign limited liability company as defined in sections 347.010 to 347.187 shall not be deemed to be transacting business in this state for the purposes of this section, solely for the reason that it is a member of a limited liability company.
9. A foreign registered limited liability partnership, as defined in section 358.020, RSMo, shall not be deemed to be transacting business in this state for the purposes of section 351.572, RSMo, solely for the reason that it is a member of a limited liability company.
10. The provisions of this section do not apply in determining the context or activities which may subject a foreign limited liability company to service of process, suit, taxation or regulation under any other statute of this state.

## Registered Agents

A registered agent may either be an individual who is a resident of Missouri or it may be a corporation authorized to transact business in Missouri. The registered agent's business office address must be a physical address located in Missouri.

As required by law, the SOS office sends notices, reminders, and correspondence to the registered agent at the registered office address. The registered agent is designated by law to receive service of process and legal notices on behalf of the business entity.

A post office box, UPS mailbox, or other rented mailbox is NOT allowed as a registered office address. The registered agent must be physically located at the registered office address.

Anyone meeting the above criteria may serve as a registered agent. The following represents a listing of the service companies that, as a part of their business, offer to act as a registered agent for a new business formation. If you would like to use their registered agent services, please contact the company in advance of completing a limited liability company filing. These companies charge a fee to use their services.

## Registered Agents/Service Companies

### \$49 REGISTERED AGENT SERVICES, INC.

Todd A. Campbell, CPA, Attorney  
5740 Osage Beach Parkway, Ste. 1005  
Osage Beach, MO 65065  
Telephone: (573) 348-2050 / FAX: (573) 693-7024  
Email: [michelle@campbelltaxlaw.com](mailto:michelle@campbelltaxlaw.com)

### 0 MISSOURI AGENTS, INC.

200 NE Missouri Rd., Ste. 298  
Lee's Summit, MO 64086  
Telephone: (816) 607-4926  
Email: [registeredagentservices@missouriregisteredagent.com](mailto:registeredagentservices@missouriregisteredagent.com)  
Website: [www.MissouriRegisteredAgent.com](http://www.MissouriRegisteredAgent.com)

### 007 AGENTS FOR BUSINESS, INC.

2531 Burchard Dr.  
St. Louis 63136  
Toll free: (877) 600-7007  
Telephone: (314) 368-7570 / FAX: (314) 266-0235  
Email: Info@007AgentsForBusiness.com

### AAA AARDVARK AARON'S AGENTS ASSOCIATION, INC.

2101 Corona Rd., Ste. 203  
Columbia 65203  
Telephone: (573) 256-8989 / FAX: (573) 256-5044  
Email: [missouricorporate@gmail.com](mailto:missouricorporate@gmail.com)

### AAA AGENT SERVICES, INC.

222 E. Dunklin, Ste. 102  
Jefferson City, MO 65101  
Telephone: (573) 634-3894 / FAX: (573) 634-5159  
Email: [jcfiling@embarqmail.com](mailto:jcfiling@embarqmail.com)

### ACCOUNTAX, INC.

11420 Gravois Rd.  
St. Louis, MO 63126  
Telephone: (314) 842-1313 / FAX: (314) 842-7045  
Email: [greg@accountax-stl.com](mailto:greg@accountax-stl.com)  
Website: [www.accountax-stl.com](http://www.accountax-stl.com)

### AGENT SERVICES, INC.

106 E. Main St., PO Box 203  
Lincoln, MO 65338  
Toll free: (800) 371-9430 / FAX: (660) 547-9922  
Email: [info@paperworkplace.com](mailto:info@paperworkplace.com)

### ALETA GRIMES MITCHELL

1343 Hoffman Dr.  
Jefferson City, MO 65101  
Telephone: (314) 368-7570  
Email: [aletagrimesmitchell@gmail.com](mailto:aletagrimesmitchell@gmail.com)

### BARBARA D. GIER

13110 Gier Ln.  
Russellville, MO 65074  
Telephone: (573) 782-3931 / FAX: (573) 782-3831  
Email: [gier@socket.net](mailto:gier@socket.net)

### BUSINESS FILINGS INTERNATIONAL, INC.

120 S. Central Ave., Ste. 400  
Clayton, MO 63105  
Toll free: (800) 981-7183

### CAPITOL CORPORATE SERVICES, INC.

222 E. Dunklin, Ste. 102  
Jefferson City, MO 65101

### CORPORATE CREATIONS NETWORK, INC.

1001 Craig Rd. #260  
St. Louis, MO 63146  
Toll free: (800) 672-9110 / Telephone: (314) 667-5376  
Website: [www.corporatecreations.com](http://www.corporatecreations.com)

### CORPORATE FILING SOLUTIONS, INC.

5860 E. Osage Ridge Ln.  
Columbia, MO 65201  
Telephone: (888) 237-3410 / FAX: (888) 331-0558  
Email: [customerservice@filingsmadeeasy.com](mailto:customerservice@filingsmadeeasy.com)  
Website: [www.filingsmadeeasy.com](http://www.filingsmadeeasy.com)

### CS AGENT SERVICES, INC.

9630 Clayton Rd.  
Ladue, MO 63124  
Telephone: (314) 442-0368 / FAX: (314) 535-2755

**CSC-LAWYERS INCORPORATING SERVICE CO.**

221 Bolivar St.  
Jefferson City, MO 65101  
Toll free: (800) 927-9800  
[www.incspot.com](http://www.incspot.com)

**CSGS REGISTERED AGENT, INC.**

7701 Forsyth, 12th Fl.  
St. Louis, MO 63105  
Telephone: (314) 505-5464 / FAX: (314) 505-5465  
Email: [cavicchia@capessokol.com](mailto:cavicchia@capessokol.com)

**CT CORPORATION SYSTEM**

120 S. Central Ave.  
Clayton, MO 63105  
Telephone: (314) 863-5545

**DANIEL R. JONES, ATTORNEY AT LAW, P.C.**

1234 S Willow Ave.  
Independence, MO 64052  
Telephone: (816) 252-0205 / FAX: (816) 326-0110  
Email: [Dan@dlawkc.com](mailto:Dan@dlawkc.com)  
Website: [www.dlawkc.com](http://www.dlawkc.com)

**DEAN R. SPECKER, CPA, EA**

Central Financial Services  
501 B E. Young Ave.  
Warrensburg, MO 64093  
Telephone: (660) 747-9511  
Cell: (816) 661-1790  
FAX: (660) 747-9551

**GLOBAL ENTERPRISE SERVICES, INC.**

703 S. Main St., Ste. A  
Chaffee, MO 63740-1011  
Telephone: (573) 887-3399 / FAX: (573) 887-3388

**INCORP SERVICES, INC.**

2847 S. Ingram Mill Rd., Ste. A100  
Springfield, MO 65804  
Telephone: (702) 866-2500 / FAX: (702) 866-2689  
Website: [www.incorp.com](http://www.incorp.com)

**INCORPORATING SERVICES, LTD**

13110 Gier Ln.  
Russellville, MO 65074  
Contact: Wanda Blankenship  
Toll free: (800) 346-4646  
Email: [orders@INCserv.com](mailto:orders@INCserv.com)  
Website: [www.INCserv.com](http://www.INCserv.com)

**JEFF CITY FILING, INC.**

222 E. Dunklin, Ste. 102  
Jefferson City, MO 65101  
Telephone: (573) 634-3894 / FAX: (573) 634-5159  
Email: [jeffcityfiling@embarqmail.com](mailto:jeffcityfiling@embarqmail.com)

**LISA C. WRIGHT, CPA**

5860 E. Osage Ridge Ln.  
Columbia, MO 65201  
Telephone: (573) 474-4961 / FAX: (573) 474-4961  
Email: [lcw@lisacwrightcpa.com](mailto:lcw@lisacwrightcpa.com)  
Website: [www.lisacwrightcpa.com](http://www.lisacwrightcpa.com)

**LYNN RICCI**

Ricci - Law - Group  
1200 S. Big Bend Blvd.  
St. Louis, MO 63117  
Telephone: (314) 647-1200 / FAX: (314) 647-8816  
Email: [lynn@ricci-law.com](mailto:lynn@ricci-law.com)  
Website: [www.ricci-law.com](http://www.ricci-law.com)

**MBC BUSINESS SERVICES, INC.**

903 E. 104th, #610A  
Kansas City, MO 64131  
Telephone: (816) 585-7322 / FAX: (816) 941-6666  
Email: [mbcservices@gmail.com](mailto:mbcservices@gmail.com)  
Website: [www.mbcbusinessservices.com](http://www.mbcbusinessservices.com)

**MISSOURI BUSINESS SERVICES, INC.**

1650 Des Peres Rd., Ste. 150  
St. Louis, MO 63131  
Toll free: (877) 323-7171  
Telephone: (314) 822-7171 / FAX: (314) 822-7177  
Email: [customerservice@MObusinesslawcenter.com](mailto:customerservice@MObusinesslawcenter.com)  
Website: [www.MObusinesslawcenter.com](http://www.MObusinesslawcenter.com)

**MISSOURI CORPORATE SOLUTIONS, INC.**

2101 Corona Rd., Ste. 203  
Columbia, MO 65203  
Telephone: (573) 256-8989 / FAX: 256-5044  
Email: [missouricorporate@gmail.com](mailto:missouricorporate@gmail.com)

**NATIONAL CORPORATE RESEARCH, LTD.**

222 E. Dunklin, Ste. 102  
Jefferson City, MO 65101  
Toll free: (888) 883-6300 / FAX: (217) 788-2804  
Email: [info@nationalcorp.com](mailto:info@nationalcorp.com)

**NATIONAL REGISTERED AGENTS, INC.**

300 B E. High St.  
Jefferson City, MO 65101  
Telephone: (800) 550-6724  
Email: [info@registeredagent.com](mailto:info@registeredagent.com)  
Website: [www.registeredagent.com](http://www.registeredagent.com)

**NORTHWEST REGISTERED AGENT SERVICE, INC.**

200 NE Missouri Rd.  
Lee's Summit 64086  
Telephone: (509) 768-2249  
Email: [Sales@northwestregisteredagent.com](mailto:Sales@northwestregisteredagent.com)  
Website: [www.northwestregisteredagent.com](http://www.northwestregisteredagent.com)

**OPTIMAL AGENT SERVICES, INC.**

36 Four Seasons, Ste. 250  
Chesterfield, MO 63017  
Telephone: (314) 308-2900

**PACIFIC REGISTERED AGENTS, INC.**

150 White Oak Rd.  
Seligman, MO 65745  
Toll free: (800) 535-4828  
Email: [cfmcfm@earthlink.net](mailto:cfmcfm@earthlink.net)

**PARACORP INCORPORATED**

210 E. High St.  
Jefferson City, MO 65101-3207  
Toll free: (800) 533-7272  
Email: [paracorp@parasec.com](mailto:paracorp@parasec.com)  
Website: [www.parasec.com](http://www.parasec.com)

**PAT MILLER CORPORATE FILING SERVICE, INC.**

601-A Scott Valley Ct.  
Jefferson City, MO 65101  
Telephone: (573) 635-3252 / FAX: (573) 635-3252

**PERRYMAN AND ASSOCIATES, INC.**

3000 E. Division St., Ste. A  
Springfield, MO 65802  
Telephone: (866) 994-4400  
Email: [steve@perrymancpa.com](mailto:steve@perrymancpa.com)

**P W P, INC.**

**That PAPER-WORK PLACE**  
106 E. Main St., PO Box 308  
Lincoln, MO 65338  
Toll free: (800) 371-9430  
Website: [www.paperworkplace.com](http://www.paperworkplace.com)  
Website: [info@paperworkplace.com](mailto:info@paperworkplace.com)

**RAYMOND LAMPERT**

2847 S. Ingram Mill Rd., Ste. A-100  
Springfield, MO 65804  
Telephone: (417) 886-3330 / FAX: (417) 886-8186  
Email: [lampert343@hotmail.com](mailto:lampert343@hotmail.com)

**REBMAN, LINHARES & BEACHEM A PROFESSIONAL CORPORATION**

8000 Maryland Ave., Ste. 1060  
St. Louis 63105-3762  
Telephone: (314) 725-1118 / FAX: (314) 725-1026  
Website: [www.riblaw.net](http://www.riblaw.net)

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200 NE Missouri Rd., Ste. 298  
Lee's Summit 64086  
Telephone: (509) 768-2249  
Email: [Sales@northwestregisteredagent.com](mailto:Sales@northwestregisteredagent.com)  
Website: [www.northwestregisteredagent.com](http://www.northwestregisteredagent.com)

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3225-A Emerald Ln.  
Jefferson City, MO 65109  
Toll free: (888) 705-7274 / FAX: (888) 706-7274  
Email: [jgovernor@rasi.com](mailto:jgovernor@rasi.com)  
Website: [www.rasi.com](http://www.rasi.com)

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