

**MICHIGAN DEPARTMENT OF LICENSING AND REGULATORY AFFAIRS
CORPORATIONS, SECURITIES & COMMERCIAL LICENSING BUREAU**

Date Received

(FOR BUREAU USE ONLY)

This document is effective on the date filed, unless a subsequent effective date within 90 days after received date is stated in the document.

Name



Address

City

State

ZIP Code

EFFECTIVE DATE:

 Document will be returned to the name and address you enter above. 
If left blank, document will be returned to the registered office.

CERTIFICATE OF ABANDONMENT OF MERGER

For use by Domestic Limited Liability Companies

(Please read information and instructions on the last page)

Pursuant to the provisions of Act 23, Public Acts of 1993, the undersigned execute the following Certificate of Abandonment:

1. The name of the limited liability company is:

2. The identification number assigned by the Bureau is:

3. The Certificate of Merger which is to be abandoned was filed on the _____ day of _____, _____.

4. The effective date specified in the Certificate of Merger was: _____, _____

This certificate is hereby signed as required by Section 103 of the Act.

Signed this _____ day of _____, _____

By _____
(Signature of Member, Manager, or Authorized Agent)

(Type or Print Name and Capacity)

Preparer's Name _____

Business telephone number (_____) _____

INFORMATION AND INSTRUCTIONS

1. This form may be used to draft your Certificate of Abandonment of Merger. A document required or permitted to be filed under the act cannot be filed unless it contains the minimum information required by the act. The format provided contains only the minimal information required to make the document fileable and may not meet your needs. This is a legal document and agency staff cannot provide legal advice.
2. Submit one original of this document. Upon filing, the document will be added to the records of the Corporations, Securities & Commercial Licensing Bureau. The original will be returned to your registered office address unless you enter a different address in the box on the front of this document.

Since this document will be maintained on electronic format, it is important that the filing be legible. Documents with poor black and white contrast, or otherwise illegible, will be rejected.

3. This certificate is to be used pursuant to section 706 of Act 23, P.A. of 1993, to abandon a merger before the effective date in accordance with procedures set forth in the Plan of Merger, or if none is set, by unanimous consent of the members of each constituent company unless the operating agreement provides otherwise.
4. Item 2 - Enter the identification number assigned by the Bureau. If this number is unknown, leave it blank.
5. This Certificate of Abandonment may be filed within 10 days after the abandonment, but not later than the specified effective date.
6. The Certificate must be signed by each domestic limited liability company by a manger, if managed by one or more managers, a member if management remains in the members, or an authorized agent of the company.
7. **NONREFUNDABLE FEE:** This form must be filed on behalf of each domestic limited liability company for which a Certificate of Merger was previously field. Make remittance payable to the State of Michigan. Include corporation name and identification number on check or money order.....**\$10.00**

Veterans: Pursuant to MCL 450.5101(7), if a majority of the membership interests in the domestic limited liability company responsible for paying the fee are held by 1 or more honorably discharged veterans of the armed forces of the United States, you may contact the Corporations Division regarding a fee waiver.

Submit with check or money order by mail:

Michigan Department of Licensing and Regulatory Affairs
 Corporations, Securities & Commercial Licensing Bureau
 Corporations Division
 P.O. Box 30054
 Lansing, MI 48909

To submit in person:

2501 Woodlake Circle
 Okemos, MI
 Telephone: (517) 241-6470

Fees may be paid by check, money order, VISA or Mastercard when delivered in person to our office.

MICH-ELF (Michigan Electronic Filing System):

First Time Users: Call (517) 241-6470, or visit our website at <http://www.michigan.gov/corporations>
 Customer with MICH-ELF Filer Account: Send document to (517) 636-6437

LARA is an equal opportunity employer/program. Auxiliary aids, services and other reasonable accommodations are available upon request to individuals with disabilities.

Optional expedited service.

Expedited review and filing, if fileable, is available for all documents for profit corporations, limited liability companies, limited partnerships and nonprofit corporations.

The nonrefundable expedited service fee is in addition to the regular fees applicable to the specific document.

Please complete a separate CSCL/CD-272 form for expedited service for each document submitted in person, by mail or MICH-ELF.

24-hour service - \$50 for formation documents and applications for certificate of authority.

24-hour service - \$100 for any document concerning an existing entity.

Same day service

- **Same day - \$100 for formation documents and applications for certificate of authority.**
- **Same day - \$200 for any document concerning an existing entity.**

Review completed on day of receipt. Document and request for same day expedited service must be received by 1 p.m. EST OR EDT.

- **Two hour - \$500**

Review completed within two hours on day of receipt. Document and request for two hour expedited service must be received by 3 p.m. EST OR EDT.

- **One hour - \$1000**

Review completed within one hour on day of receipt. Document and request for 1 hour expedited service must be received by 4 p.m. EST OR EDT.

First time MICH-ELF user requesting expedited service must obtain a MICH-ELF filer number prior to submitting a document for expedited service. CSCL/CD-901.

Changes to information on MICH-ELF user's account must be submitted before requesting expedited service. CSCL/CD-901.

Documents submitted by mail are delivered to a remote location for receipts processing and are then forwarded to the Corporations Division for review. Day of receipt for mailed expedited service requests is the day the Corporations Division receives the request.