



State of Hawaii
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INSTRUCTIONS FOR FILING ARTICLES OF ORGANIZATION FOR A HAWAII LIMITED LIABILITY COMPANY

Section [428-203](#), Hawaii Revised Statutes (HRS)

Articles must be typewritten or printed in **black ink** and must be **legible**. Attachments may be used, if necessary, and must be typed or printed in **black ink** on 8.5" x 11" white bond paper, single-sided. The articles must be signed and certified by at least one organizer of the company. All signatures must be in **black ink**. Submit original articles together with the appropriate fee(s). The date of registration will be the date the Articles of Organization are filed in compliance with the Uniform Limited Liability Company Act (Chapter [428](#), HRS).

- Article 1. State the exact company name. The name of the company must contain "limited liability company" or the abbreviation "L.L.C." or "LLC". "Limited" may be abbreviated as "Ltd.", and "company" may be abbreviated as "Co.". Refer to Section [428-105](#), HRS, for more information.
- Article 2. State the complete mailing address of the company's initial principal office. If the address of the company's principal office differs from its mailing address, please also state the principal address.
- Article 3. 3a. Indicate whether the company's registered agent is an entity OR an individual. If the registered agent is an entity, state the entity name and state, province, or country of formation, incorporation, or organization of the company's registered agent. If the registered agent is an individual, state the individual's first name and last name.
3b. State the complete street address of the place of business of the registered agent in the State of Hawaii to which service of process and other notice and documents being served on or sent to the entity represented by it may be delivered to.
The limited liability company cannot be its own registered agent. Refer to Sections [428-107](#) and [425R-4](#), HRS, for more information.
- Article 4. For each organizer of the company, indicate whether the organizer is an entity or an individual, then state the entity name or individual's first name and last name, as appropriate, followed by the organizer's complete address. The LLC organizer is involved in the formation of the LLC. One or more persons may organize a limited liability company. An organizer signs and files the Articles of Organization. Refer to Sections [428-202](#) and [428-205](#), HRS, for more information.
- Article 5. Indicate whether the period of duration of the company is at-will, or for a specified term and state the expiration date of the specified term.
- Article 6. Indicate whether the company is manager-managed or member-managed by checking the box for 6a. (manager-managed) **or** 6b. (member-managed), and providing the information for 6c., **and/or** 6d., as appropriate.
6a. If manager-managed, state the number of initial members and complete section 6c., as appropriate.
Optional: if the company is manager-managed, the names and addresses of the initial members may be listed in 6d. of the form.
6b. If member-managed, complete section 6d., as appropriate.
6c. Indicate whether the initial manager is an entity or an individual, then state the entity name or individual's first name and last name, as appropriate, followed by the initial manager's complete address.
6d. Indicate whether the initial member is an entity or an individual, then state the entity name or individual's first name and last name, as appropriate, followed by the initial member's complete address.

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Article 7. Check the appropriate box to indicate whether the members of the company are to be liable for its debts and obligations under Section [428-303\(c\)](#), HRS.

Filing Fees: The fee for filing Articles of Organization is **\$50.00** and is not refundable. Optional: the fee for one certified copy \$10.00. Payments made by cash, check, or credit card are accepted. Make checks payable to DEPARTMENT OF COMMERCE AND CONSUMER AFFAIRS. Dishonored Check Fee is \$25.00.

For any questions, call (808) 586-2727 or email breg@dcca.hawaii.gov.

NOTICE: THIS MATERIAL CAN BE MADE AVAILABLE FOR INDIVIDUALS WITH SPECIAL NEEDS. PLEASE CALL THE BUSINESS REGISTRATION DIVISION SECRETARY AT (808) 586-2744 TO SUBMIT YOUR REQUEST.

ALL BUSINESS REGISTRATION FILINGS ARE OPEN TO PUBLIC INSPECTION. (SECTION [92F-11](#), HRS)