


**PENNSYLVANIA DEPARTMENT OF STATE  
BUREAU OF CORPORATIONS AND CHARITABLE ORGANIZATIONS**

<input type="checkbox"/> <b>Return document by mail to:</b>  <hr/> Name  <hr/> Address  <hr/> City <span style="margin-left: 150px;">State</span> <span style="margin-left: 100px;">Zip Code</span>  <input type="checkbox"/> <b>Return document by email to:</b> _____	Certificate of Limited Liability Company Authority DSCB:15-8832 (2/2017)   8832
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Read all instructions prior to completing.

Fee: \$70

In compliance with the requirements of the applicable provisions of 15 Pa.C.S. § 8832 (relating to certificate of authority), the undersigned limited liability company, desiring to effect a certificate of authority (or amendment or cancellation thereto) hereby states that:

**I. Required fields for Certificate, Amendment or Cancellation**

1. The name of the limited liability company is: \_\_\_\_\_
2. The current registered office address as on file with the Department of State. *Complete part (a) OR (b) – not both:*
  - (a) \_\_\_\_\_  

Number and street
City
State
Zip
County
  - (b) c/o: \_\_\_\_\_  

Name of Commercial Registered Office Provider
County

**II. Certificate of Company Authority Only**

1. All persons holding the following position (e.g., Managing Member, Manager) \_\_\_\_\_ with respect to the company has the authority to do the following: *Check all that apply. For additional positions, attach additional pages as needed.*
  - Sign an instrument transferring real property held in the name of the company. Other specification or limitation may be provided. *Additional pages may be attached as needed.*  
  
 \_\_\_\_\_  
 \_\_\_\_\_
  - Enter into other transactions on behalf of, or otherwise act for or bind, the company. Other specification or limitation may be provided. *Additional pages may be attached as needed.*  
  
 \_\_\_\_\_  
 \_\_\_\_\_

2. The following named person (i.e., John Smith) \_\_\_\_\_ has the authority to do the following: *Check all that apply. For additional persons, attach additional pages as needed.*

Sign an instrument transferring real property held in the name of the company. Other specification or limitation may be provided. *Additional pages may be attached as needed.*

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Enter into other transactions on behalf of, or otherwise act for or bind, the company. Other specification or limitation may be provided. *Additional pages may be attached as needed.*

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**III. Amendment to Certificate of Company Authority**

If amending a Certificate of Authority previously filed in the Department of State, check the box below and complete the following:

The Certificate of Company Authority that became effective on \_\_\_\_\_ is amended.  
Date (MM/DD/YYYY)

The contents of the amendment are stated below. *Additional pages may be attached as needed.*

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**IV. Cancellation of Certificate of Company Authority**

If cancelling a Certificate of Authority previously filed in the Department of State, check the box below and complete the following.

The Certificate of Company Authority that became effective \_\_\_\_\_ is cancelled.  
Date (MM/DD/YYYY)

IN TESTIMONY WHEREOF, the undersigned has caused this Certificate of Company Authority to be signed by a person duly authorized by the company thereof this \_\_\_\_\_ day of \_\_\_\_\_, 20\_\_\_\_\_.

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Name of Limited Liability Company

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Signature

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Title

**Pennsylvania Department of State**  
**Bureau of Corporations and Charitable Organizations**  
**P.O. Box 8722**  
**Harrisburg, PA 17105-8722**  
**(717) 787-1057**  
**Website: [www.dos.pa.gov/corps](http://www.dos.pa.gov/corps)**

## General Information

Typewritten is preferred. If handwritten, the form must be legible and completed in black or blue-black ink in order to permit reproduction. The nonrefundable filing fee for this form is \$70.

Checks should be made payable to the Department of State. Checks must contain a commercially pre-printed name and address.

This form and all accompanying documents, including any necessary governmental approvals, shall be mailed to the address stated above.

### Who should file this form?

This form may be used by a limited liability company to set forth, amend or cancel company authority. With the exception of manager-managed limited liability companies identified as such in their certificates of organization, other law – especially the common law of agency – determines the apparent authority to bind a limited liability company. This apparent authority may be altered by the filing or recording of a Certificate of Company Authority under 15 Pa.C.S. § 8832, which establishes the mechanics for and the legal effect of filing or recording a Certificate of Company Authority.

### Applicable Law

For relations of members and managers to persons dealing with limited liability company, in general, see 15 Pa.C.S. §§ 8831-8835. Statutes are available on the Pennsylvania General Assembly website, [www.legis.state.pa.us](http://www.legis.state.pa.us), by following the link for Statutes.

## Form Instructions

Enter the name and mailing address to which any correspondence regarding this filing should be sent. This field must be completed for the Bureau to return the filing. If the filing is to be returned by email, an email address must be provided. An email will be sent to address provided, containing a link and instructions on how a copy of the filed document or correspondence may be downloaded. Any email or mailing addresses provided on this form will become part of the filed document and therefore public record.

**Section I.** is required whether setting forth, amending or cancelling company authority. To state company authority, complete **Section I** and **Section II**. To amend company authority, complete **Section I** and **Section III**. To cancel company authority, complete **Section I** and **Section IV**. Do not complete any combination of **Section II, III, or IV**.

**Section I.** This field is always required.

**I. 1.** Give the exact name of the limited liability company. The name on this line must match exactly the company name as on file with the Department at the time the Certificate of Company Authority is submitted for filing. **This field is required.**

**I. 2.** Current address. The address provided must be the company's registered office address on file with the Department of State at the time the Certificate of Company Authority is submitted for filing. **This field is required.**

Post office boxes are not acceptable for any address. Under 15 Pa.C.S. § 135(c) (relating to addresses) an actual street or rural route box number must be used as an address, and the Department of State is required to refuse to receive or file any document that sets forth only a post office box address.

**Section II.** This field is required in addition to **Section I** only if the company is stating company authority.

**II. 1.** This field is required if the company is delegating authority to a position, rather than a specific person. List the title of the position that will possess the delegated authority. Check one or both boxes indicating which authority will be delegated to the listed position. Other specifications or limitations may be provided, per the company's preference. Additional pages may be attached as needed. If the company would like to delegate authority to multiple positions, attach additional pages as needed.

**II. 2.** This field is required if the company is delegating authority to a specific individual, rather than a position. Provide the name of the individual that will possess the delegated authority. Check one or both boxes indicating which authority will be delegated to the listed individual. Other specifications or limitations may be provided, per the company's preference. Additional pages may be attached as needed. If the company would like to delegate authority to multiple individuals, attach additional pages as needed.

**Section III.** This field is required in addition to **Section I** only if the company is amending a Certificate of Company Authority which is already on file with the Department of State.

Check the box. List the date that the Certificate of Company Authority that is being amended became effective. List verbatim, the content of the amendment. Additional pages may be attached as needed.

**Section IV.** This field is required in addition to **Section I** only if the company is canceling a Certificate of Company Authority which is already on file with the Department of State.

Check the box. List the date that the Certificate of Company Authority that is being canceled became effective.

**Signature and Verification**

An authorized representative of the limited liability company must sign the Certificate of Company Authority (or amendment or cancellation thereto). Signing a document delivered to the Department for filing is an affirmation under the penalties provided in 18 Pa.C.S. § 4904 (relating to unsworn falsification to authorities) that the facts stated in the document are true in all material respects. **This field is required.**