



State of Hawaii
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INSTRUCTIONS FOR PREPARING AND FILING AN APPLICATION FOR CERTIFICATE OF AUTHORITY FOR FOREIGN LIMITED LIABILITY COMPANY IN HAWAII

Section [428-1002](#), Hawaii Revised Statutes (HRS)

Application 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 application must be signed and certified by at least one manager of a manager-managed company, by at least one member of a member-managed company, or, in the case of a foreign limited liability company, by a person who is authorized or required to sign a record under the laws of its jurisdiction of organization. All signatures must be in **black ink**. Submit original application together with the appropriate fee(s). The date of registration will be the date the Application for Certificate of Authority is filed in compliance with the Uniform Limited Liability Company Act (Chapter [428](#), HRS).

- Item 1. State the exact name of the foreign limited liability company. The name must be exactly as shown on the certificate of existence or a record of similar import authenticated by the secretary of state or other official having custody of company records in the state or country under whose law it is organized. Refer to Sections [428-105](#) and [428-1005](#), HRS, for more information.
- Item 2. Name the state, province, or country under whose law the company is organized.
- Item 3. (Prefilled, required statement.) A list of the names and addresses of all members and their respective capital contributions are kept and will be kept at the company's principal office until this registration is cancelled.
- Item 4. State the complete mailing address of the company's initial principal office. If the address of the company's principal address differs from its mailing address, please also state the principal address.
- Item 5. 5a. 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.
5b. 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.
- Item 6. 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.
- Item 7. Indicate whether the company is manager-managed or member-managed by checking the box for 7a. (manager-managed) **or** 7b. (member-managed), and provide the information for 7c., **or** 7d., as appropriate.
7a. If manager-managed, state the number of initial members and complete section 7c., as appropriate.
Optional: if the company is manager-managed, the names and addresses of the initial members may be listed in section 7d. of the form.
7b. If member-managed, complete section 7d., as appropriate.
7c. 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.
7d. 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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- Item 8. 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.
- Item 9. Attach a certificate of existence or a record of similar import authenticated by the secretary of state or other official having custody of company records in the state or country under whose law it is organized, which certificate shall be dated not earlier than sixty days prior to the filing of the application. If the certificate is in a foreign language, a translation attested to under oath by the translator shall accompany the certificate. Refer to Section [428-1002](#), HRS, for more information.
- Filing Fees:** The fee for filing an Application for Certificate of Authority for Foreign Limited Liability Company is **\$50.00** and is not refundable. Optional: the fee for one certified copy is \$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)