Instructions for Completing the Certificate of Cancellation (Form LLC-4/7)

To terminate a limited liability company (LLC), complete the Certificate of Cancellation (Form LLC-4/7). Before submitting the completed form, you should consult with a private attorney for advice about your specific business needs. Upon filing the Certificate of Cancellation (Form LLC-4/7), the LLC will be cancelled and the powers, rights and privileges will cease in California.

Fees:

- **Filing Fee:** There is **no fee** for filing this Certificate of Cancellation (Form LLC-4/7).
- **Faster Service Fee:**
  - **Counter Drop Off:** A separate, non-refundable **$15.00** counter drop off fee is required if you deliver in person (drop off) your completed document at our Sacramento office. The $15.00 counter drop off fee provides priority service over documents submitted by mail. The special handling fee is not refundable whether the document is filed or rejected.
  - **Guaranteed Expedite Drop Off:** For more urgent submissions, documents can be processed within a guaranteed timeframe for a nonrefundable fee in lieu of the counter drop off fee. For detailed information about this faster processing service through our Preclearance and Expedited Filing Services, go to www.sos.ca.gov/business/be/service-options.
  - Counter and guaranteed expedite services are available only for documents *delivered in person (drop off) to our Sacramento office*.

Copies: To get a copy of the filed document, include payment for copy fees when the document is submitted. Copy fees are $1.00 for the first page and $.50 for each attachment page. For certified copies, there is an additional $5.00 certification fee, per copy.

Payment Type: Check(s) or money orders should be made payable to the Secretary of State. **Do not send cash by mail.** If submitting the document in person in our Sacramento office, payment also may be made by credit card (Visa or MasterCard).

Processing Times: For current processing times, go to www.sos.ca.gov/business/be/processing-times.

If you are not completing this form online, please **type or legibly print** in black or blue ink. **Complete the Certificate of Cancellation (Form LLC-4/7) as follows:**

Item	Instruction	Tips
1.	Enter the name of the LLC **exactly** as it appears on file with the California Secretary of State, including the entity ending (ex: "Jones & Company, LLC" or "Smith Construction, a Limited Liability Company").	Some foreign LLCs may have registered using an alternate name.
2.	Enter the 12-digit file number issued by the California Secretary of State.	• The 12-digit file number is provided by the Secretary of State above the file stamp at the top of the LLC's formation/registration document filed with the California Secretary of State. • To ensure you have the correct file number and exact name of the LLC, look to your formation/registration document filed with the California Secretary of State and any name change amendments. • Secretary of State Records can be accessed online through our Business Search at kepler.sos.ca.gov. While searching the Business Search, be sure to identify your LLC correctly including the jurisdiction that matches your LLC.

3.	For **California LLCs ONLY:** Check the box only if the vote to dissolve was made by the vote of all the members.	• If the dissolution was made by the vote of **ALL** the members of the California LLC, check the box. The Certificate of Dissolution (Form LLC-3) is not required. • If the box is not checked, a Certificate of Dissolution (Form LLC-3) must be filed prior to or together with this Form LLC-4/7.
4.	This statement should not be altered.	See Final Tax Returns section below.
5.	This cancellation statement must not be altered.	
6.	For **California LLCs**: This Form LLC-4/7 must be signed by the managers, unless the LLC has had no members for 90 consecutive days, in which case the form must be signed by the person(s) authorized to pay liabilities, distribute assets and terminate the LLC. For **registered foreign LLCs**: This Form LLC-4/7 must be signed by a person authorized to do so under the laws of the foreign jurisdiction.	• If you need more space for signatures, place the additional signatures on only one side of a standard letter-sized piece of paper (8 1/2" x 11") clearly marked as a signature attachment to Form LLC-4/7 and attach the extra page(s) to the completed Form LLC-4/7. Multiple signed Form LLC-4/7s will be returned without being filed. All attachments are part of this document. • If Form LLC-4/7 is signed by an entity, the person who signs on behalf of the entity should note their name and position/title, the exact entity name and the entity's relation to the canceling LLC. Example: If an LLC ("Smith LLC") is the manager of the canceling LLC, the signature of the person signing on behalf of Smith LLC should be reflected as Joe Smith, Manager of Smith LLC, Manager. • If Form LLC-4/7 is signed by a trust, the trustee should sign as follows: _____ , trustee for _____ trust (including the date of the trust, if applicable). Example: Mary Todd, trustee of the Lincoln Family Trust (U/T/A 5-1-1994), Member.

Mail Submission Cover Sheet (Optional): To make it easier to receive communication related to **this document**, including receipt of the copy of the filed document, if purchased, complete the Mail Submission Cover Sheet. For the Return Address: enter the name of a designated person and/or company and the corresponding mailing address. Please note the Mail Submission Cover Sheet will be treated as correspondence and will not be made part of the filed document.

Where to File: Completed forms along with the applicable fees, if any can be mailed to Secretary of State, Business Entities Filings Unit, P.O. Box 944228, Sacramento, CA 94244-2280 or delivered in person (drop off) to the Sacramento office, 1500 11th Street, 3rd Floor, Sacramento, CA 95814. This form is filed only in the Sacramento office.

It is recommended for proof of submittal that if the Certificate of Cancellation (Form LLC-4/7) is mailed to the Secretary of State, it be sent by Certified Mail with Return Receipt Requested.

Legal Authority: Statutory filing provisions are found in California Corporations Code section 17707.08 (California limited liability companies) or 17708.06 (registered foreign limited liability companies).

Final Tax Returns: See California Franchise Tax Board's (FTB) Publication 1038 – Guide to Dissolve, Surrender, or Cancel a California [or Foreign] Business Entity – www.ftb.ca.gov/forms/misc/1038.pdf.

- All final returns required under the California Revenue and Taxation Code must be filed timely (Form 568 [for LLCs not classified as a corporation] or Form 100/100S [for LLCs classified as a corporation]) with the FTB and the $800 annual tax for the tax year of the final return must be paid. If final returns are not filed, the LLC will remain FTB active and continue to be subject to the $800 annual tax and/or fee.
- For information regarding FTB forms and publications visit their website at https://www.ftb.ca.gov or contact the FTB at (800) 852-5711 (from within the U.S.) or (916) 845-6500 (from outside the U.S.).

Secretary of State
Business Programs Division
Business Entities, P.O. Box 944228, Sacramento, CA 94244-2280

Mail Submission Cover Sheet

Instructions:

- Submit this document with your filing. **This information will be used to resolve questions with the filings attached.** This form will be treated as correspondence and will not be made part of the filed document.
- Make all **checks** payable to the Secretary of State.
- Do not include a $15 counter fee when submitting documents by mail.
- Standard processing time for **submissions** to this office is approximately 5 business days from receipt. All **submissions** are reviewed in the date order of receipt. For updated processing time information, visit www.*sos.ca.gov/business/be/processing-times*.

Optional Copies and Certificates:

- A customer who submits documents with a filing fee of $25.00 or more will receive one (1) uncertified copy of the documents for free and, at the time of filing, the free copy may be certified for a $5.00 certification fee.
- Customers requesting additional copies must include a $1.00 for the first page and $.50 for each additional page. Each certified copy requires an additional $5.00 certification fee.
- At the time of filing, a Certificate of Status/Good Standing may be requested with a payment of a $5 fee.

Contact Person to resolve questions with this filing: (Please type or print legibly)

First Name: _____ Last Name: _____

Phone: _____

Entity Information: (Please type or print legibly)

Name: _____

Entity Number (if applicable): _____

Comments: _____

_____

_____

_____

Return Address: For written communication from the Secretary of State related to this document, or if purchasing a copy of the filed document enter the name of a person or company and the mailing address.

Name:

Company:

Address:

City/State/Zip:

Secretary of State Use Only	
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Clear Form Print Form

Secretary of State
Certificate of Cancellation
Limited Liability Company (LLC)

LLC-4/7

IMPORTANT — Read Instructions before completing this form.

There is **no Fee** for filing a Certificate of Cancellation

Copy Fees - First page $1.00 & .50 for each attachment page
Certification Fee - $5.00

This Space For Office Use Only

1. Limited Liability Company Name (Enter the exact name of the LLC as it is recorded with the Secretary of State)	**2. 12-Digit Secretary of State File Number**

3. Dissolution (California LLCs ONLY: Check the box if the vote to dissolve was made by the vote of **ALL** the members.)

☐ The dissolution was made by a vote of **ALL** of the members of the California Limited Liability Company.

Note: If the above box is not checked, a **Certificate of Dissolution** (Form LLC-3) must be filed prior to or together with this Certificate of Cancellation. (California Corporations Code section 17707.08(a).)

4. Tax Liability Statement (Do not alter Tax Liability Statement)

All final returns required under the California Revenue and Taxation Code have been or will be filed with the California Franchise Tax Board.

5. Cancellation Statement (Do not alter Cancellation Statement)

Upon the effective date of this Certificate of Cancellation, the Limited Liability Company's registration is cancelled and its powers, rights and privileges will cease in California.

6. Read and Sign Below (See Instructions for Signature Requirements)

By signing this document, I certify that the information is true and that I am authorized by California law to sign.

Signature	Type or Print Name
Signature	Type or Print Name
Signature	Type or Print Name

Clear Form Print Form

2016 California Secretary of State
www.sos.ca.gov/business/be