

# Instructions for Completing the Certificate of Correction (Form LLC-LP-11)

## Limited Liability Company (LLC)

This form can be used to correct an LLC document that was previously filed with the California Secretary of State if the record:

- was filed pursuant to the California Revised Uniform LLC Act commencing with California Corporations Code section [17701.01](#); and
- at the time of filing, contained inaccurate information or was defectively signed.

The correction will be effective retroactively as of the effective date of the record this form corrects.

Note: This form may not indicate a delayed (future) effective date. (California Corporations Code section [17702.06\(b\)](#).)

## Limited Partnership (LP)

This form may be used to correct a limited partnership record that was previously filed with the California Secretary of State if, at the time of filing, the record contained false or erroneous information or was defectively signed.

The correction will be effective retroactively as of the effective date of the record this form corrects.

Note: This form may not indicate a delayed (future) effective date. (California Corporations Code section [15902.07\(b\)](#).)

## Limited Liability Company (LLC) and Limited Partnership (LP)

### Fees:

- **Filing Fee:** The fee for filing the Certificate of Correction (Form LLC-LP-11) is **\$30.00**.
- **Faster Service Fee:**
  - Counter and guaranteed expedite services are available only for documents submitted in person (drop off) to our Sacramento office.
  - **Counter Drop Off:** A separate, non-refundable **\$15.00** handling fee is required if you submit in person (drop off) your completed document at our Sacramento office. The \$15.00 handling fee provides priority service over documents submitted by mail. The 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 non-refundable fee instead 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](http://www.sos.ca.gov/business/be/service-options).

**Copies:** Upon filing, we will return one (1) plain copy of your filed document for free and will certify the copy upon request and payment of a \$5 certification fee. To obtain additional copies or certified copies of this filed Certificate of Correction, include payment for copy fees and certification fees at the time the Certificate of Correction is submitted. Additional 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 Dates:** For current processing dates, go to [www.sos.ca.gov/business/be/processing-dates](http://www.sos.ca.gov/business/be/processing-dates).

Type or legibly print in black or blue ink. Complete the Certificate of Correction (Form LLC-LP-11) as follows:

Item	Instruction	Tips
1.	Enter the entity name of the entity <b>exactly</b> as it appears on the records of the California Secretary of State including the entity identifier (ex: "Jones & Company, LLC" or "Smith Construction, LP").	To ensure you have the exact name of the entity, look to your registration document filed with the California Secretary of State and any name change amendments filed with the California Secretary of State office.
2.	Enter the 12-digit Entity Number issued to the entity by the California Secretary of State at the time of registration.	<ul style="list-style-type: none"> <li>• To ensure you have the correct Entity (File) Number(s) and exact name of the entity, look to your registration document filed with the California Secretary of State and any name change amendments filed with the California Secretary of State office.</li> <li>• Secretary of State Records can be accessed online through our Business Search at <a href="https://BusinessSearch.sos.ca.gov">BusinessSearch.sos.ca.gov</a>. While searching the Business Search, be sure to identify your entity correctly, including the jurisdiction that matches your entity.</li> </ul>
3.	Enter the title of the document being corrected.	The title of the document is listed at the top of the document (e.g., Certificate of Limited Partnership, Certificate of Amendment, Application for Registration, etc.).
4.	Enter the date (month/day/year) the document being corrected was filed with the California Secretary of State.	<ul style="list-style-type: none"> <li>• The file date is provided by the California Secretary of State on the document filed with the California Secretary of State.</li> <li>• Secretary of State Records can be accessed online through our Business Search at <a href="https://BusinessSearch.sos.ca.gov">BusinessSearch.sos.ca.gov</a>. While using the Business Search, be sure to identify your entity correctly, including the jurisdiction that matches your entity.</li> </ul>
5.	<p><b>Item 5a.</b></p> <p>Enter the incorrect provision(s) in the document as previously filed and the reason it is incorrect. If the signing of the document was defective, indicate the way it was defective.</p>	<ul style="list-style-type: none"> <li>• An example of a defective provision may be a misspelled name of a city, general partner, or member.</li> <li>• An example of a defective signature may be a wrong title of the signer.</li> <li>• Attach additional pages if necessary. <ul style="list-style-type: none"> <li>- All attachments should be 8 ½ x 11, one sided, legible and clearly marked as an attachment to this Form LLC-LP-11.</li> <li>- All attachments are part of this document.</li> </ul> </li> </ul>

5.	<p><b>Item 5b.</b> Enter the corrected information or the corrected signature.</p>	<ul style="list-style-type: none"> <li>• An example of a provision being corrected may be a corrected spelling of the name of a city, general partner, or member.</li> <li>• An example of a corrected signature may be a corrected signature block showing the correct title of the signer.</li> <li>• Attach additional pages if necessary. <ul style="list-style-type: none"> <li>- All attachments should be 8 ½ x 11, one sided, legible and clearly marked as an attachment to this Form LLC-LP-11.</li> <li>- All attachments are part of this document.</li> </ul> </li> </ul>
6.	<p>Limited Liability Company must complete.</p> <p>Limited Partnership only complete for mergers.</p>	<p><b>Limited Liability Company</b></p> <p>Enter the parties that signed the document being corrected. If this is a merger, also enter the names of the entities involved in the merger.</p> <p><b>Limited Partnership (mergers only)</b></p> <p>Enter the entities involved in the merger.</p>
Signature	<p><b>Do not</b> use a computer-generated signature.</p> <p>Form LLC-LP-11 must be signed in the same way the document being corrected was required to be signed. (California Corporations Code sections <a href="#">15902.04</a>, <a href="#">17702.06(c)</a>, <a href="#">17702.03(a)(6)</a>.)</p>	<p><b>Limited Liability Company (LLC) and Limited Partnership (LP):</b></p> <ul style="list-style-type: none"> <li>• If you need more space for signatures: <ul style="list-style-type: none"> <li>- Place the additional signatures on only one side of a standard letter-sized piece of paper (8 ½ x 11) clearly marked as an attachment to Form LLC-LP-11 and attach the extra page(s) to the completed Form LLC-LP-11.</li> <li>- All attachments are part of this document.</li> </ul> </li> <li>• If Form LLC-LP-11 is signed by an entity, the person who signs on behalf of the entity should note their name and position/title and the entity name. Example: If a limited liability company ("Smith LLC") is the organizer, the signature of the person signing on behalf of the Smith LLC should be reflected as Joe Smith, Manager of Smith LLC, Organizer.</li> </ul> <p><b>Limited Partnership Signature Tips:</b></p> <ul style="list-style-type: none"> <li>• If signed by any person other than the general partner(s), the signature must be followed by the words "signature pursuant to Section _____" identifying the appropriate statutory authority. (Section <a href="#">15902.05</a>)</li> <li>• If an attorney-in-fact is signing on behalf of an individual, the signature should be followed by the words "Attorney-in-fact for (name of the individual general partner)." Attorney-in-fact cannot sign for a business. (Section <a href="#">15902.04</a>)</li> <li>• If signed by a general partner who is an association, the person who signs for the</li> </ul>

		<p>association should state the exact name of the association, his/her name and position/title.</p> <ul style="list-style-type: none"> <li>• If 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 5-1-1994).</li> </ul>
--	--	--

**Submission Cover Sheet (Optional):** To make it easier to receive communication related to **this document**, including receipt of the copy of the filed document, complete the Submission Cover Sheet. For the Return Address: enter the name of a designated person and/or company and the corresponding mailing address. Note: the 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 944260, Sacramento, CA 94244-2260 or delivered in person (drop off) to the Sacramento office, 1500 11th Street, 3rd Floor, Sacramento, CA 95814.

**Legal Authority:**

- **Limited Liability Company (LLC):** Statutory filing provisions are found in California Corporations Code section [17702.06](#). All Statutory references are to the California Corporations Code, unless otherwise stated.
- **Limited Partnership (LP):** Statutory filing provisions are found in California Corporations Code section [15902.07](#). All statutory references are to the California Corporations Code, unless otherwise stated.



# Submission Cover Sheet

### Instructions:

- Complete and include this form with your submission. **This information only will be used to communicate with you in writing about the submission.** This form will be treated as correspondence and will not be made part of the filed document.
- Make all **checks or money orders** payable to the Secretary of State.
- In person submissions: \$15 handling fee; do not include a \$15 handling 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-dates](http://www.sos.ca.gov/business/be/processing-dates).

### Optional Copy and Certification Fees:

- If applicable, include optional copy and certification fees with your submission.
- For applicable copy and certification fee information, refer to the instructions of the specific form you are submitting.

### Contact Person: (Please type or print legibly)

First Name: \_\_\_\_\_ Last Name: \_\_\_\_\_

Phone (optional): \_\_\_\_\_

### 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	
T/TR:	
AMT REC'D:	\$

