ARTICLES OF TERMINATION OF A WEST VIRGINIA LIMITED LIABILITY COMPANY
Form LLD-9
Rev. 09/2026

West Virginia Secretary of State
Business & Licensing Division
Tel: (304)558-8000
Fax: (304)558-8381
Website: www.wvsos.gov

FILE ONE ORIGINAL
(Two if you want a filed stamped copy returned to you) FEE: $25.00

****** Pursuant to West Virginia Code §31B-8-805. ******

1. The **name** of the limited liability company is: _____

2. The **address** to which correspondence relating to this termination is to be sent: _____

3. The **date on which the company was actually terminated** as a result of one of the causes enumerated in §31B-8-801 was (required): _____

4. The **effective date of the termination** of the above named limited liability company is:
   - ☐ the date the articles of termination are filed
   - ☐ the following date: _____ (requested **date may not be earlier than filing nor later than 90 days after filing in our office)**

5. **Contact name and phone number** to reach in case of a problem with filing: (Optional, however, listing one may help to avoid a return or rejection of filing if there is a problem with the document.)

   _____ _____
   Contact Name Phone Number

   Business **e-mail address**, if any: _____

6. I, the undersigned, hereby certify that: (1) I am authorized to act on behalf of the limited liability company in this matter; (2) the business of this limited liability company has been wound up according to the provisions of Article 8, Chapter 31B; (3) all responsibilities for filing with the Department of Tax and Revenue and any other State agencies have been completed; and (4) the legal existence of the company has been terminated.

   _____ _____
   Name (print) **Title/Capacity**

   _____ _____
   Signature* **Date**

****Important Legal Notice Regarding Signature:*** Per **West Virginia Code §31B-2-209. Liability for false statement in filed record.** If a record authorized or required to be filed under this chapter contains a false statement, one who suffers loss by reliance on the statement may recover damages for the loss from a person who signed the record or caused another to sign it on the person's behalf and knew the statement to be false at the time the record was signed.

Important Note: This form is a public document. Please **DO NOT provide any personal identifiable information on this form** such as social security number, bank account numbers, credit card numbers, tax identification or driver's license numbers.

Instructions for filing Articles of Termination of a West Virginia Limited Liability Company

A limited liability company may file articles of termination only after the company has been dissolved and the business of the company wound up, pursuant to WV Code §31B-8-801 through 812.

Dissolution & Winding Up

A Limited Liability Company is **dissolved** when any one of the following events occurs, and the business must then be wound up, unless action is taken to prevent the dissolution or the operating agreement provides the company will continue under the given circumstances.

- An event causing dissolution specified in the operating agreement occurs;
- The required number or percentage of members consents to dissolution;
- One of the following persons dissociates from the LLC
  --a member who is also a manager
  --a member of an at-will company where there is no manager
  --a member of a term company for a reason specified in §31B-6-601(7) through (11)
- An event occurs that makes it unlawful for substantially all the business of the company to be continued, and the illegality is not cured within 90 days;
- A member or dissociated member applies to the court for dissolution, upon entry of a judicial decree [see §31B-8-801(5)];
- A transferee of a member's interest applies to the court for dissolution, upon entry of a judicial decree [see §31B-8-801(5)];

Once the company is dissolved, it may do only those activities necessary to **wind up** the business of the company. During the period of winding up, the members may still take actions to reverse the dissolution and reestablish the company. The process of winding up business includes:

- Completing any necessary filings with state agencies, including Tax, Workers Compensation, Employment Security, and other agencies.
- Disposing of known claims against the company [§31B-8-807];
- Publishing notice of dissolution to establish time limit on other claims [§31B-8-808]; and
- Distributing the remaining assets of the company [§3-8-806].

Articles of Termination

Complete all sections of the articles. Your application may be rejected and returned to you if incomplete.

Section 1. Enter the name of the limited liability company to be terminated.
Section 2. Enter the address where correspondence relating to the termination may be sent.
Section 3. The termination date is the date when one of the events occurred causing termination, such as a vote of the members to terminate the LLC. Your application will be rejected if this question is not answered. **Section 4.** The effective date of the termination. **Note: The effective date CANNOT be earlier than filing nor LATER than 90 days from the date of filing with the Office of Secretary of State.**
Section 5. Contact name and number of person to reach in case of a problem with filing. This is optional; however, listing one may prevent return or rejection of documents if there is a problem.
Section 6. Enter the name and title/capacity of the person signing the document.

Filing Fee

Submit **$25**, payable to the ***West Virginia Secretary of State***, and one original (two if you want a filed stamped copy returned to you) to one of the addresses listed in the Filing Submission Instructions attached to this application.

West Virginia Secretary of
State Business & Licensing
Division Tel: (304)558-8000
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Website: www.wvsos.gov

CUSTOMER ORDER REQUEST

INCLUDE THIS FORM WITH YOUR FILING

Name of Business on Filing: _____

Contact for Filing:
Name: _____
Phone: _____
Email: _____

Order Description: Please Identify the type of filing or request being made.

EXPEDITING SERVICE OPTIONS*

- ☐ Standard (5-10 business days) - No additional cost
- ☐ In-Person Same Day -$25 in addition to filing fee
- ☐ Next Business Day - $25 in addition to filing fee
- ☐ 2 Hour - $250 in addition to filing fee
- ☐ 1 Hour - $500 in addition to filing fee

Expediting Service is NOT AVAILABLE for:

-Dissolutions / Withdrawals of Corporations, Voluntary Associations, or Business Trusts
-Credit Service Organization Registrations
-Trademark Filings
-Sole Proprietor / General Partnership Trade Names

*Fees apply to each business. Time frame Indicates when the filing will be completed and registered in the Secretary of State database.

Return Information:

Method of Return:

- ☐ Hold for Pick Up
- ☐ Email: _____
- ☐ Specialty Carrier (Please provide return envelope & prepaid label)
- ☐ USPS Mail (standard)
  Attention: _____
  Street: _____
  City: _____ State: _____ Zip code: _____

Please Mail Filing to Any Secretary of State Hub Office	
WV One Stop Business Center 13 Kanawha Blvd. W. Suite 201 Charleston, WV 25302	**North Central WV Business Hub** 153 West Main Street Suite G - Third Floor Clarksburg, WV 26301

Secretary of State State Capitol Building Charleston, WV 25305 Phone: (304) 558-6000 Website: sos.wv.gov

Next Business Day, 2-Hour, and 1-Hour Expedite Service Guidelines

NEXT BUSINESS DAY EXPEDITE SERVICE

The Secretary of State offers a 24-hour expedite service on most business organization filings processed by this office. If you choose to utilize this service, please enclose with your filing the additional expedite fee. Please note that this expedite fee is in addition to the standard fee charged on each filing and/or order. You must mark the document with your "**24-HOUR EXPEDITE"** request. If using a cover letter, note that you are requesting 24-hour expedited service, and include your telephone number and return information. Each filing will be returned by U.S.P.S. regular mail unless other arrangements are made. This office *does not* fax confirmation of a 24-hour expedite.

The fee for 24-hour handling is $25.00 in addition to the usual fee for service. Please consult our fee schedules for the appropriate fee. If you require assistance, please contact this office.

Time Constraints: Under most circumstances, each filing submitted receives same day filing date and may be picked up in the office by the end of the same business day. Filings to be mailed the next business day if received by 2:00 pm of receipt date and no later than the 2nd business day if received after 2:00 pm. Expedite period begins when filing or service request is received in this office in acceptable fileable form.

2-HOUR EXPEDITE SERVICE

The Secretary of State offers a 2-hour expedite service on most filings processed by this office. If you choose to utilize the 2-hour expedite service, please enclose with your filing an additional $250.00 per filing and/or order. Please note that this expedite fee is in addition to the standard fee charged on each filing and/or order. Complete and submit the 2-hour customer order instruction form. If not using our order form, state clearly in your cover letter that you are requesting 2-hour expedited service and include your telephone number and return information. Attach the order form or cover sheet to the *top* of your filing and submit to this office. Each filing will be returned by U.S.P.S. regular mail unless other arrangements are made.

1-HOUR EXPEDITE SERVICE

The Secretary of State offers a 1-hour expedite service on most filings processed by this office. If you choose to utilize the 1-hour expedite service, please enclose with your filing an additional $500.00 per filing and/or order. Please note that this expedite fee is in addition to the standard fee charged on each filing and/or order. Complete and submit the 1-hour customer order instruction form. If not using our order form, state clearly in your cover letter that you are requesting 1-hour expedited service and include your telephone number and return information. Attach the order form or cover sheet to the *top* of your filing and submit to this office. Each filing will be returned by U.S.P.S. regular mail unless other arrangements are made.

1-Hour and 2-Hour Time Constraints: Each filing submitted for either 1-hour or 2-hour expedite receives same day filing date and will be acknowledged by fax or e-mail within expedite service time. Failure to indicate method of acknowledgment (fax or e-mail) or to provide a correct fax number or e-mail address may prevent the Secretary of State from acknowledging the filing of such documents. Filings may be picked up within the expedite service period. Filings to be mailed will be mailed out no later than the next business day following receipt. Expedite period begins when filing or service request is received in this office in fileable form.

The Secretary of State reserves the right to extend the expedite period in times of extreme volume, staff shortages or equipment malfunction. These extensions are few and will rarely extend more than a few hours.