



FORM **1000**

Mandatory

ARTICLES OF CONVERSION

Sec. [178.1144](#), [179.1144](#), [180.1161\(5\)](#), [181.1164](#), or [183.1044](#), Wis. Stats.

Article 1. CONVERTING ENTITY:

| | | |
|-----------------------------|---|---|
| Entity Name: | | |
| Indicate (X) Entity Type | <input type="checkbox"/> General Partnership (Ch. 178, Wis. Stats.) <input type="checkbox"/> Limited Liability Partnership (Ch. 178, Wis. Stats.) <input type="checkbox"/> Limited Partnership (Ch. 179, Wis. Stats.) <input type="checkbox"/> Limited Liability Limited Partnership (Ch. 179, Wis. Stats.) <input type="checkbox"/> Business Corporation (Ch. 180, Wis. Stats.) <input type="checkbox"/> Nonstock Corporation (Ch. 181, Wis. Stats.) <input type="checkbox"/> Limited Liability Company (Ch. 183, Wis. Stats.) | Organized under the laws of _____ (state or country) |

Article 2. CONVERTED ENTITY:

| | | |
|-----------------------------|---|---|
| Entity Name: | | |
| Indicate (X) Entity Type | <input type="checkbox"/> General Partnership (Ch. 178, Wis. Stats.) <input type="checkbox"/> Limited Liability Partnership (Ch. 178, Wis. Stats.) <input type="checkbox"/> Limited Partnership (Ch. 179, Wis. Stats.) <input type="checkbox"/> Limited Liability Limited Partnership (Ch. 179, Wis. Stats.) <input type="checkbox"/> Business Corporation (Ch. 180, Wis. Stats.) <input type="checkbox"/> Nonstock Corporation (Ch. 181, Wis. Stats.) <input type="checkbox"/> Limited Liability Company (Ch. 183, Wis. Stats.) | Organized under the laws of _____ (state or country) |

Article 3. The Plan of Conversion was approved and adopted by the converting entity in accordance with its governing law. The Plan of Conversion is on file at the principal office of the converted entity. Upon request, a copy of the Plan of Conversion will be provided to any interest holder of the converting entity.

Article 4. Special provisions - continued (select only if applicable):

The converting entity is a nonstock corporation, general partnership, limited liability partnership, limited partnership, or limited liability limited partnership organized under Wisconsin law, and at least one partner or member did not vote for or consent to the transaction. *If this box is checked, refer to sections [178.1161](#), [179.1161](#), or [181.1180](#) of the Wisconsin Statutes, as applicable, and select one of the two statements below:*

The transaction will materially increase the current or potential obligations of the non-consenting partner or member with respect to any entity in the conversion or treat the non-consenting partner or member's interests in a manner different from interests of the same class held by any other partner or member.

The transaction will not materially increase the current or potential obligations of the non-consenting partner or member with respect to any entity in the conversion, nor treat the non-consenting partner or member's interests in a manner different from interests of the same class held by any other partner or member.

Required attachments: You must attach the organizational documents of the converted entity, if any. As used herein, the term "organizational documents" refers an entity's articles of incorporation, articles of organization, statements of qualification, certificates of limited partnership, and similar documents that create and govern the entity and must be filed as public records under applicable law.

Optional attachments: The converting entity may—but is not required to—include additional provisions relating to the conversion in these articles. Attach any optional provisions on additional pages as needed.

EXECUTION: These articles of conversion must be signed by the converting entity identified in Article 1 above.

Executed on _____ (Date) _____ (Signature)

Select or enter the appropriate title of the person executing the document. _____ (Printed name)

For a Business Corporation

Title: President Secretary
 Other officer title: _____

For all other entity types, a person authorized to sign on behalf of the entity.

Title: _____

For a Limited Partnership or Limited Liability Limited Partnership

Title: General Partner

This document was drafted by _____ (Name the individual who drafted the document)

(Optional) This document has a **delayed** effective date: _____ (up to 90 days after received date)

Contact Information:

Name

Mailing Address

| | | |
|------|-------|----------|
| City | State | Zip Code |
|------|-------|----------|

| | |
|---------------|--------------|
| Email Address | Phone Number |
|---------------|--------------|

INSTRUCTIONS (Refer to sections [178.1144](#), [179.1144](#), [180.1161\(5\)](#), [181.1164](#), or [183.1044](#), Wis. Stats., as applicable, for document content.)

Please use BLACK ink. Submit one original to State of WI-Dept. of Financial Institutions, Box 93348, Milwaukee WI, 53293-0348, together with a check for the \$150.00 filing fee, payable to the Department of Financial Institutions. (If sent by express or priority U.S. mail, please mail to State of WI-Dept. of Financial Institutions, Division of Corporate and Consumer Services, 4822 Madison Yards Way, 4th Fl., North Tower, Madison WI, 53705.) If requesting optional expedited service, please check the expedited service box in the upper-right corner of the first page and include an additional \$25.00. Filing fees are non-refundable. This document can be made available in alternate formats upon request to qualifying individuals with disabilities. Upon filing, the information in this document becomes public and might be used for purposes other than those for which it was originally furnished. If you have any questions, please contact the Division of Corporate & Consumer Services at 608-261-7577 (hearing-impaired may call 711 for TTY) or by email at DFICorporations@dfi.wisconsin.gov.

Article 1. Identify the entity that is converting to another type of entity. Provide the name, entity type, and governing law (either a U.S. state or a foreign country) of the converting entity as it exists immediately prior to the conversion.

Article 2. Identify the entity that will continue in existence following the conversion of the converting entity. Provide the name, entity type, and governing law (either a U.S. state or a foreign country) of the converted entity.

Article 3. Wisconsin law requires the converting entity to affirm that the plan of conversion was approved and adopted in accordance with the converting entity’s governing law, that the plan is on file at the principal office of the converted entity, and that the plan will be provided upon request to any interest holder of the converting entity. *Note: the converting entity is not required to file the plan of conversion with the Department.*

Article 4 (IF APPLICABLE). If the conversion includes a nonstock corporation, general partnership, limited partnership, limited liability partnership, or limited liability limited partnership, and at least one partner or member of the corporation or partnership did not vote for or consent to the conversion, you must check the first box, then check one of the two statements below it to indicate whether the transaction will materially increase the current or potential obligations of the non-consenting partner or member with respect to any entity in the conversion or treat the non-consenting partner or member’s interests in a manner different from interests of the same class held by any other partner or member. Consult section 178.1161, 179.1161, or 181.1180 of the Wisconsin Statutes, as applicable, for more information on this requirement.

If those circumstances do not apply, leave this article blank.

Optional additional provisions. The converting entity may—but is not required to—include additional provisions relating to the conversion in these articles. Attach any optional additional provisions on additional pages as needed.

Execution. The converting entity must sign this document. The signature requirements for the converting entity depend on the entity type:

Business Corporations: This document must be executed by an officer of the corporation, subject to two limited exceptions: (1) if directors have not been selected, it may be signed by an incorporator identified in the initial articles of incorporation; and (2) if the corporation is in the hands of a receiver, trustee or other court-appointed fiduciary, it may be signed by the fiduciary. Corporate directors are not authorized to sign this document in their capacities as directors. (A corporate director who also serves as an officer may sign the document, but that person must sign in their capacity as an officer of the corporation.)

Limited partnerships and limited liability limited partnerships: This document must be executed by a general partner.

All other entity types: This document must be signed by a person authorized by the entity.

Drafter name. If the document is executed in Wisconsin, section 182.01(3) of the Wisconsin Statutes requires that it include the name of the drafter. If the document is not executed in Wisconsin, so indicate in the space provided for the drafter's name.

Optional delayed effective date/time. This document may declare a delayed effective date and time. The effective date/time may not be before, or more than 90 days after, the document is received by the Department of Financial Institutions for filing. If no effective date/time is specified, the document will take effect at the close of business on the date it is received for filing by the Department.