



**District of Columbia Government
Corporations Division**

**Instruction Sheet for Statement / Plan of Conversion of Domestic & Foreign Filing Entity.
Form GN-11, Ver. 6, October 2022**

Frequently Asked Questions:

1. What is conversion?

Conversion is the process of changing the type of organization (ex., LLC can become corporation, etc.);

2. Can I change organizational state when filing statement of conversion?

Yes. Statement of conversion can change the state of formation and type of organization at the same time. (ex., DE LLC can become DC corporation);

3. What is converting and converted entity?

Converting entity is the organization in its current organizational type (this entity may be registered or non-registered entity such as general partnership). Converted entity is the organization in its proposed future organizational type. (ex., LLC wishing to convert to corporation would have converting type of LLC and converted type of corporation);

4. When do I need to file this form?

You can file this form if you want to change your DC organization's type or if you have foreign (non-DC) organization that you want to change into DC organization of a different type.

5. What filing evidence is required for filing of this form?

If your organization is DC entity and you want to convert into another DC organization of a different type your organization will need to be in good standing and file this form along with articles of formation (incorporation/organization) for the organizational type you are converting your organization; if your organization is non-DC organization and you have not registered your organization before then you will need to file this form along with articles of formation and evidence of organization's existence in its current state of formation. Conversion must be permissible under the laws of the current state of formation for a foreign organization.

6. What is public organic record and when do I need to submit it?

Public organic record on this form refers to articles of formation for any specific organization type (ex., articles of incorporation or articles of organization).

7. Can I convert my existing organization into another existing organization?

No. Converting and converted organizations must be the same organization. If you wish to convert into existing organization you will need to file articles of merger instead. Statement of conversion involves the change of type of a singular organization.

8. Do I need to file this form if my organization is converting from one type into another in my original state of formation?

If both entities are foreign, use foreign transfer of registration form or foreign amended registration form. If converting and converted entity type is the same, use statement of domestication.

Mail all forms and required payment to:

Department of Licensing and Consumer Protection
Corporations Division
PO Box 92300
Washington, DC 20090
Phone: (202) 442-4432

Many corporate filings are available online.

Go to our CorpOnline site at <https://corponline.dlcp.dc.gov> and sign in with Access DC to proceed.

Online filings are paid by credit card.



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This form will allow for a domestic entity to become a domestic entity of a different type or a foreign entity of a different type if the conversion is authorized by the law of the foreign jurisdiction. This form will also allow for a foreign entity to become a domestic entity of a different type if the conversion is authorized by the law of the foreign entity's jurisdiction of organization.

Please, review instruction sheet on page 1 before completing this form.

ENTITY TYPE / AUTHORITY	FILING FEE
Domestic & Foreign Filing Entity: § 29-204.05.	Refer to Corporate Fee Schedule posted online;

Under the provisions of the Title 29 of D.C. Code (Business Organizations Act), the domestic or foreign filing entity listed below hereby applies for a Certificate of Conversion and for that purpose submits the statement below.

1. The name, jurisdiction of organization, and type of the converting entity

2. The name, jurisdiction of organization, and type of the converted entity (entity type must be different from Item 1)

3. Effective date (may be up to 90 days in advance)

4. If the converting entity is a domestic entity, the plan of conversion was approved in accordance with D.C. Code § 29-204.05.

4A. if the converting entity is a foreign entity, the conversion was approved by the foreign converting entity in accordance with the law of its jurisdiction of organization; foreign entity shall submit a copy of the statement of conversion or similar document duly approved by the authorized officer of the jurisdiction of formation.

5. If the converted entity is a domestic filing entity, the text of its proposed public organic document (formation document) as an attachment

6. If the converted entity is a foreign entity that is not a qualified foreign entity, a mailing address to which process may be served

If you sign this form you agree that anyone who makes a false statement can be punished by criminal penalties of a fine up to \$1000, imprisonment up to 180 days, or both, under DCOC § 22-2405;

7. Name of the Governor or Authorized Person	7A. Signature of the Governor or Authorized Person
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Mail all forms and required payment to: Department of Licensing and Consumer Protection Corporations Division PO Box 92300 Washington, DC 20090 Phone: (202) 442-4432	Many corporate filings are available online. Go to our CorpOnline site at https://corponline.dlcp.dc.gov and sign in with Access DC to proceed. Online filings are paid by credit card.
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