

489.211 Certificate of existence or registration.

1. On request of any person, the secretary of state shall issue a certificate of existence for a limited liability company or a certificate of registration for a registered foreign limited liability company.

2. A certificate of existence or certificate of registration under [subsection 1](#) must state all of the following:

a. The limited liability company's name or the registered foreign limited liability company's name used in this state.

b. In the case of a limited liability company, all of the following:

(1) That a certificate of organization has been filed and has taken effect.

(2) The date the certificate became effective.

(3) The period of the limited liability company's duration if the records of the secretary of state reflect that its period of duration is less than perpetual.

(4) That all of the following apply:

(a) No statement of dissolution, statement of administrative dissolution, or statement of termination has been filed.

(b) The records of the secretary of state do not otherwise reflect that the limited liability company has been dissolved or terminated.

(c) A proceeding is not pending under [section 489.708](#).

c. In the case of a registered foreign limited liability company, that it is registered to do business in this state.

d. That all fees, taxes, interest, and penalties owed to this state by the limited liability company or foreign limited liability company and collected through the secretary of state have been paid, if all of the following apply:

(1) Payment is reflected in the records of the secretary of state.

(2) Nonpayment affects the good standing or registration of the limited liability company or foreign limited liability company.

e. That the most recent biennial report required by [section 489.212](#) has been delivered to the secretary of state for filing.

f. Other facts reflected in the records of the secretary of state pertaining to the limited liability company or foreign limited liability company which the person requesting the certificate reasonably requests.

3. Subject to any qualification stated in the certificate, a certificate issued by the secretary of state under [subsection 1](#) may be relied on as conclusive evidence of the facts stated in the certificate.

[2008 Acts, ch 1162, §25, 155](#)

[C2009, §489.208](#)

[2010 Acts, ch 1100, §9; 2016 Acts, ch 1097, §19; 2023 Acts, ch 152, §29, 143, 161](#)

[C2024, §489.211](#)

[2024 Acts, ch 1125, §10, 31](#)

Subsection 2, paragraph e amended