

Info sheet >>>

STEP-BY-STEP INCORPORATION GUIDE

What you need to know to form a business.

LIMITED LIABILITY COMPANY

This resource will help entrepreneurs understand the steps required to legally incorporate and operate in New York State. Not all business structures that are available under the New York Business Corporations Law are included; only the most common ones are within our Step-By-Step Incorporation Guide Info sheets.

LIMITED LIABILITY COMPANY DEFINED

An LLC is a business with one or more member-owners whose liability is limited to the amount of capital they contribute to the business.

STEP-BY-STEP >>>

1.

Verify availability of and secure a business name.

- This can be done through a free search here: https://www.dos.ny.gov/corps/bus_entity_search.html
- Name of LLC must include the words Limited Liability Company or LLC at the end

2.

Identify who members will be (can have just one or many)

3.

File Articles of Organization

- **Filing Fee: \$200**
- Sample Articles of Organization: <https://www.dos.ny.gov/forms/corporations/1336-f.pdf>

Publish notice of formation in two newspapers in the county where the business is located once a week for 6 successive weeks.

4.

- Publication requirement must be done within 120 days (4 months) after formation.
- A list of acceptable publications can be found on your county clerk's website.
- Publication must be done in one weekly circulated newspaper and one daily circulated newspaper.
 - Must include the Articles of Incorporation or a notice that indicates the formation of your LLC.
 - Sample Notice: <http://irishecho.com/wp-content/uploads/2013/08/LLC-Sample-text.pdf>
 - **Fees: Publication costs are dependent on specific newspaper's rates.**

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STEP-BY-STEP continued >>>**5.****File Affidavit of Publication and a Certificate of Publication with NY Department of State**

- **Filing Fee: \$50**
- Fillable Certificate of Publication: <https://www.dos.ny.gov/forms/corporations/1708-f.pdf>.

An important note >>>

Affidavits are typically provided by the publishing newspaper.

6.**Adopt a written Operating Agreement**

- Establishes rights, powers, duties, liabilities, and obligations of members, and memorializes basic procedural rules for LLC management

7.**Obtain an Employer Identification Number**

- Must file Form SS-4 found here: <https://www.irs.gov/pub/irs-pdf/fss4.pdf> **or** complete the online application found here: <https://www.irs.gov/businesses/small-businesses-self-employed/apply-for-an-employer-identification-number-ein-online>.

An important note >>>

An EIN is required if hiring employees, opening a business bank account and making purchases on behalf of the business.

8.**Obtain professional licenses (if applicable).**

- Helpful links to identify possible licenses or permits: <http://www.nys-permits.org/>

9.**If you have employees, register for Unemployment Insurance Tax and Employee Withholding Tax**

- <https://labor.ny.gov/ui/employer.shtm>

10.**If you are selling taxable goods or services, you will need to obtain a Certificate of Authority**

- To find proper form visit: https://www.tax.ny.gov/bus/multi/register_license.htm.

11.**Obtain other relevant insurance: Worker's Compensation, General Liability, etc.****12.****File a biennial statement with NYS Department of State**

- **Filing Fee: \$9**
- More info:
 - https://www.dos.ny.gov/corps/bus_llc_faq_statements.asp#whatisastatement



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