

IN THE HOUSE OF REPRESENTATIVES

HOUSE BILL NO. 582

BY BUSINESS COMMITTEE

AN ACT

1 RELATING TO FORMATION OF LIMITED LIABILITY COMPANIES; AMENDING SECTION  
2 30-25-201, IDAHO CODE, TO PROVIDE THAT AN ORGANIZER MAY USE THE STREET  
3 AND MAILING ADDRESSES OF A COMPANY'S COMMERCIAL REGISTERED AGENT; AND  
4 DECLARING AN EMERGENCY AND PROVIDING AN EFFECTIVE DATE.  
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6 Be It Enacted by the Legislature of the State of Idaho:

7 SECTION 1. That Section 30-25-201, Idaho Code, be, and the same is  
8 hereby amended to read as follows:

9 30-25-201. FORMATION OF LIMITED LIABILITY COMPANY -- CERTIFICATE OF  
10 ORGANIZATION. (a) One (1) or more persons may act as organizers to form a lim-  
11 ited liability company by delivering to the secretary of state for filing a  
12 certificate of organization.

13 (b) A certificate of organization must state:

14 (1) The name of the limited liability company that must comply with sec-  
15 tions 30-21-301 and 30-21-302(d), Idaho Code;

16 (2) The street and mailing addresses of the company's principal office  
17 or the street and mailing addresses of the company's commercial regis-  
18 tered agent;

19 (3) The information required by section 30-21-404(a), Idaho Code;

20 (4) The name and mailing address of at least one (1) governor of the com-  
21 pany; and

22 (5) If the company is a professional entity, a statement that the com-  
23 pany is a professional limited liability company and the principal  
24 profession or professions for which the company's members are duly  
25 licensed or otherwise legally authorized to render professional ser-  
26 vices.

27 (c) A certificate of organization may contain statements as to matters  
28 other than those required by subsection (b) of this section, but may not  
29 vary or otherwise affect the provisions specified in section 30-25-105(c)  
30 and (d), Idaho Code, in a manner inconsistent with that section. However, a  
31 statement in a certificate of organization is not effective as a statement  
32 of authority. The secretary of state shall not accept operating agreements  
33 for filing.

34 (d) A limited liability company is formed when the certificate of or-  
35 ganization becomes effective.

36 SECTION 2. An emergency existing therefor, which emergency is hereby  
37 declared to exist, this act shall be in full force and effect on and after  
38 July 1, 2026.