

**48-3a-1112 Conversion to nonprofessional company.**

- (1) A professional services company subject to this part converts into a limited liability company subject to this chapter, but not subject to this part on the day on which:
  - (a) no member of the professional services company is licensed or registered for the professional service for which the professional services company is organized; or
  - (b) all members entitled to vote on or consent to any matter consent not to be a professional services company subject to this part.
- (2) A professional services company converted as provided in Subsection (1) shall upon the event described in Subsection (1) operate as and be treated as a limited liability company subject to this chapter, but not subject to this part.
- (3) A limited liability company resulting from a conversion under this section may reconvert to a professional services company:
  - (a) upon at least one member of the limited liability company being licensed or registered for the professional service for which the limited liability company is organized; and
  - (b) each member of the limited liability company entitled to vote on or consent to any matter consents to reconvert the limited liability company to a professional services company subject to this part.
- (4) If a professional services company is converted or reconverted under this section, the professional services company shall file a certificate of amendment to the certificate of organization with the division within a reasonable time after the conversion or reconversion to reflect the changes.

Enacted by Chapter 412, 2013 General Session