

WEST VIRGINIA CODE: §31B-10-1008

§31B-10-1008. Effect of failure to obtain certificate of authority.

- (a) A foreign limited liability company transacting business in this state may not maintain an action or proceeding in this state unless it has a certificate of authority to transact business in this state.
- (b) The failure of a foreign limited liability company to have a certificate of authority to transact business in this state does not impair the validity of a contract or act of the company or prevent the foreign limited liability company from defending an action or proceeding in this state.
- (c) Limitations on personal liability of managers, members and their transferees are not waived solely by transacting business in this state without a certificate of authority.
- (d) If a foreign limited liability company transacts business in this state without a certificate of authority, it appoints the Secretary of State as its agent for service of process for claims for relief arising out of the transaction of business in this state.