U.S. Citizenship and Immigration Services

Non-Precedent Decision of the Administrative Appeals Office

In Re: 40930351

Date: FEB. 25, 2026

Appeal of Service Center Operations Decision

Form I-129, Petition for a Nonimmigrant Worker (L-1A Manager or Executive)

The Petitioner, an exhibition services provider, seeks to temporarily employ the Beneficiary as its vice general manager under the L-1A nonimmigrant classification for intracompany transferees. *See* Immigration and Nationality Act (the Act) section 101(a)(15)(L), 8 U.S.C. § 1101(a)(15)(L). The L-1A classification allows a corporation or other legal entity, including its affiliate or subsidiary, to transfer a qualifying foreign employee to the United States to work temporarily in a managerial or executive capacity.

Service Center Operations (SCOPS) denied the petition, concluding the record did not establish that the Petitioner has a qualifying relationship with the Beneficiary's foreign employer or that the Beneficiary has been employed abroad in a managerial or executive capacity. The matter is now before us on appeal pursuant to 8 C.F.R. § 103.3.

The Petitioner bears the burden of proof to demonstrate eligibility by a preponderance of the evidence. *Matter of Chawathe*, 25 I&N Dec. 369, 375-76 (AAO 2010). We review the questions in this matter de novo. *Matter of Christo's, Inc.*, 26 I&N Dec. 537, 537 n.2 (AAO 2015). Upon de novo review, we will dismiss the appeal.

I. LAW

To establish eligibility for the L-1A nonimmigrant visa classification, a qualifying organization must have employed the beneficiary in a managerial or executive capacity, or in a position requiring specialized knowledge for one continuous year within three years preceding the beneficiary's application for admission into the United States. 8 C.F.R. § 214.2(l)(1). In addition, the beneficiary must seek to enter the United States temporarily to continue rendering his or her services to the same employer or a subsidiary or affiliate thereof in a managerial or executive capacity. 8 C.F.R. § 214.2(l)(3)(ii).

II. ANALYSIS

The primary issue we will address is whether the Petitioner established that it has a qualifying relationship with the Beneficiary's foreign employer.

To establish a "qualifying relationship" under the Act and the regulations, a petitioner must show that the beneficiary's foreign employer and the proposed U.S. employer are the same employer (i.e., one entity with "branch" offices) or related as a "parent and subsidiary" or as "affiliates." *See generally* section 101(a)(15)(L) of the Act; 8 C.F.R. § 214.2(l). "Affiliate" means, in relevant part, (1) one of two subsidiaries, both of which are owned and controlled by the same parent or individual, or (2) one of two legal entities owned and controlled by the same group of individuals, each individual owning and controlling approximately the same share or proportion of each entity. 8 C.F.R. § 214.2(l)(1)(ii)(L).

The regulation and case law confirm that ownership and control are the factors that establish a qualifying relationship between U.S. and foreign entities for purposes of this visa classification. *See Matter of Church Scientology Int'l*, 19 I&N Dec. 593 (BIA 1988); *see also Matter of Siemens Med. Sys., Inc.*, 19 I&N Dec. 362 (BIA 1986); *Matter of Hughes*, 18 I&N Dec. 289 (Comm'r 1982). In the context of this visa petition, ownership refers to the direct or indirect legal right of possession of the assets of an entity with full power and authority to control; control means the direct or indirect legal right and authority to direct the establishment, management, and operations of an entity. *Matter of Church Scientology Int'l*, 19 I&N Dec. at 595.

The Petitioner stated on the Form I-129, Petition for a Nonimmigrant Worker, that it has an affiliate relationship with [redacted] and that both companies are wholly owned by the same individual [redacted].

The Petitioner's initial evidence included credible documentation establishing that [redacted] is the sole owner of [redacted] as claimed. However, the Petitioner did not provide similar objective evidence of the Petitioner's ownership and control, such as a copy of its certificate of formation as a limited liability company, articles of organization, membership agreement or operating agreement, or copies of its membership certificates. In addition, copies of the Petitioner's 2023 IRS Forms 941, Employer's Quarterly Federal Tax Return, were signed by [redacted] on behalf of the company as its "owner."

A request for evidence (RFE) issued by SCOPS in November 2024 emphasized that the Petitioner did not provide evidence showing that [redacted] wholly owns both the foreign and U.S. companies as claimed. SCOPS observed that the submitted tax documents appear to indicate, contrary to the Petitioner's claim, that [redacted] holds at least a partial ownership interest in the U.S. company. SCOPS acknowledged bank records showing that [redacted] had wired funds to the Petitioner but explained that this evidence is insufficient to substantiate the claimed affiliate relationship. SCOPS provided a list of relevant evidence the Petitioner could submit to establish its ownership and control.

In response to the RFE, the Petitioner provided a Certificate of Amendment to its articles of organization filed with the Nevada Secretary of State on January 7, 2025. The filing indicates that the Petitioner amended its articles to add [redacted] as a member, with an effective date of December 24, 2024. Pursuant to the amendment, the articles of organization list both [redacted] as managing members.

The Petitioner also provided a "Proof of authorization" signed by [redacted] in February 2025 in her capacity as [redacted] legal representative. She certified that she "authorizes her spouse [redacted]

[redacted] as the General Manager of the U.S. branch" and that "the ownership of the U.S. branch belongs to [redacted] and [redacted]." The Petitioner submitted a copy of [redacted] and [redacted] marriage certificate as proof of the spousal relationship. Finally, the Petitioner submitted a December 20, 2024 letter from its tax preparer who states that [redacted] and [redacted] each own 50% of the U.S. company and both "have full access to the business bank account."

SCOPS concluded that the Petitioner did not meet its burden to establish its claimed affiliate relationship with [redacted] because the evidence did not show that both entities are owned and controlled by the same person or entity, or by the same group of individuals. *See* 8 C.F.R. § 214.2(l)(1)(ii)(L) (defining "affiliate"). SCOPS addressed the Certificate of Amendment to the Petitioner's articles of organization, noting that, while it lists both [redacted] and [redacted] as managing members, it does not list each member's percentage of ownership. SCOPS also acknowledged the tax preparer's letter but found that statement insufficient to validate the Petitioner's ownership. Finally, SCOPS observed that the record lacked persuasive documentary evidence of ownership such as membership certificates, member ledgers or other evidence identifying the company's owners and each owner's percentage of interest in the company.

On appeal, the Petitioner asserts:

> Both [redacted] and [redacted] jointly hold ownership of [the Petitioner] while [redacted] maintains full ownership of the [redacted] entity. As husband and wife, they operate as one economic unit, with joint control over the U.S. entity. The fact that [redacted] holds co-ownership in the U.S. entity does not defeat qualifying relationship as long as common ownership and control by the same group is shown.
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> Additionally, USCIS overlooked affidavits, corporate amendments, and financial transfers demonstrating that [redacted] exercises ultimate control over both entities, fulfilling the control prong. [SCOPS] improperly elevated tax form signature anomalies above corporate filings, contrary to AAO precedent recognizing corporate records as determinative. *See Matter of Siemens Medical Systems, Inc.* 19 I&N Dec. 362 (BIA 1986).

The Petitioner further claims that the record demonstrates the requisite qualifying relationship by a preponderance of the evidence because both are owned and controlled by the same group of individuals, a husband and wife "who operate jointly as a family unit."

The Petitioner's arguments are not persuasive. The petitioner has the burden of proof to establish eligibility for the requested benefit at the time of filing the benefit request and continuing until the final adjudication. 8 C.F.R. § 103.2(b)(1). Here, the record does not establish that the Petitioner and foreign entity had a qualifying relationship at the time of filing.

The record sufficiently establishes [redacted] sole ownership of [redacted]. At issue is the Petitioner's ownership and control when it filed the petition on September 8, 2024.

We agree with the Petitioner's claim that its corporate records should be determinative when considering its ownership and control. The Petitioner is established as a [redacted]

. LLCs are generally obligated by the jurisdiction of formation to maintain records identifying members by name, address, and percentage of ownership, written statements of the contributions made by each member, and the dates on which each member became a member. These membership records, along with an LLC's operating agreement, certificates of membership interest, and minutes of membership and management meetings, must be examined to determine the total number of members, the percentage of each member's ownership interest, the appointment of managers, and the degree of control ceded to the managers by the members. Additionally, a petitioning company must disclose all agreements relating to the voting of interests, the distribution of profit, the management and direction of the entity, and any other factor affecting control of the entity. *Matter of Siemens Med. Sys., Inc.*, 19 I&N Dec. 362 (Comm'r 1986). Without full disclosure of all relevant documents, USCIS is unable to determine the elements of ownership and control.

Here, the only objective company record the Petitioner provided is an amendment to its articles of organization filed on January 7, 2025 with an effective date of December 24, 2024. This amendment was made for the purpose of adding as a member and indicates that and were the sole managing members as of the effective date. As noted by SCOPS, this amendment confirms that the Petitioner, as of the effective date, shares some common ownership with the foreign entity, but it lacks relevant information regarding each member's ownership interest, a fact that must be established through objective evidence, and not through unsupported statements such as those submitted by and the Petitioner's tax preparer in response to the RFE. Therefore, we agree with SCOPS that this amendment to the Petitioner's articles of organization was insufficient to demonstrate that both entities were owned and controlled by as claimed.

Further, we note that the amendment to the Petitioner's articles of organization, even if it corroborated the claimed 50-50 ownership by and cannot establish eligibility because it post-dates the filing of the petition. Given that the amendment added as a member of the petitioning company as of December 24, 2024, it is reasonable to conclude that, prior to the amendment's effective date, the sole member of the company was . The Petitioner amended its articles of organization only after SCOPS issued an RFE questioning whether the two companies share the required common ownership and control. A petitioner may not make material changes to a petition in an effort to make a deficient petition conform to USCIS requirements. *See Matter of Izummi*, 22 I&N Dec. 169, 176 (Assoc. Comm'r 1998).

Here, the record shows that, prior to December 24, 2024, was wholly owned by and the Petitioner was, more likely than not, wholly owned by . Therefore, the Petitioner has not shown the existence of an affiliate relationship based on common ownership and control by the same individual, parent, or group of individuals. *See* 8 C.F.R. § 214.2(l)(1)(ii)(L).

Finally, we acknowledge the Petitioner's argument that and spousal relationship is sufficient to show the required common ownership and control, despite any ambiguities in the record regarding the Petitioner's ownership, because they act as a "single economic unit."

We observe that in some U.S. states, marital property is considered community property to be divided between spouses upon the dissolution of the marriage. However, this has no impact on the ownership and control of shares during the marriage and the determination of ownership and control for the purposes of establishing eligibility for L-1 classification under the Act. Spousal and familial

relationships do not constitute qualifying relationships under the regulations. *See Ore v. Clinton*, 675 F. Supp. 2d 217, 226 (D.C. Mass. 2009) (finding that the petitioner and the foreign entity did not qualify as "affiliates" within the precise definition set out in the regulations at 8 C.F.R. § 214.2(l)(1)(ii)(L)(*1*), despite petitioner's claims that the two companies "are owned and controlled by the same individuals, specifically the Ore family").

For the reasons discussed, the record does not establish that the Petitioner had a qualifying relationship with the Beneficiary's foreign employer at the time of filing. Because the Petitioner has not established eligibility for L-1 classification, we need not reach, and therefore reserve, SCOPS' separate determination that the Petitioner did not establish that the Beneficiary was employed abroad in a managerial or executive capacity. *See INS v. Bagamasbad*, 429 U.S. 24, 25 (1976) (per curiam) (holding that agencies are not required to make "purely advisory findings" on issues that are unnecessary to the ultimate decision).

III. CONCLUSION

The Petitioner has not established that it has a qualifying relationship with the Beneficiary's foreign employer. Accordingly, the appeal will be dismissed.

ORDER: The appeal is dismissed.

NOTICE: This constitutes the final decision in this matter. The filing of a motion will not postpone the effect of the decision. 8 C.F.R. § 103.5(a)(1)(iv). Aliens who are not lawfully present, or who are otherwise inadmissible or deportable, may be subject to the commencement of removal proceedings under section 240 of the Act through the issuance of a Form I-862, Notice to Appear. Those proceedings may result in their removal from the United States and possible ineligibility for future visas or other immigration benefits.