



**STATE OF MINNESOTA  
SECRETARY OF STATE  
ARTICLES OF DISSOLUTION  
Chapter 302A.7291 or 302A.727  
Filing Fee: \$35.00**

**READ THE INSTRUCTIONS BEFORE COMPLETING THIS FORM**

Articles of Dissolution filed under Chapter 302A.7291 or 302A.727 is used to dissolve a corporation that has issued shares.

**1. Name of Corporation: (Required)**

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**2. Select one of the following: (Required)**

Articles of Dissolution are being filed pursuant to *Minnesota Statutes*, Chapter 302A.7291 for corporations that have NOT given notice to creditors and claimants.

If Articles of Dissolution are being filed pursuant to subdivision 1, clause (1), that all known debts, obligations and liabilities of the corporation have been paid and discharged or that adequate provision has been made for payment or discharge. The remaining property, assets and claims of the corporation have been distributed among its shareholders in accordance with section 302A.551, subd. 4, or that adequate provision has been made for that distribution. There are no pending legal, administrative or arbitration proceedings by or against the corporation, or that adequate provision has been made for the satisfaction of any judgment, order or decree that may be entered against it in a pending proceeding.

Articles of Dissolution are being filed pursuant to *Minnesota Statutes*, Chapter 302A.727 for corporations that have given notice to creditors and claimants.

List the last date on which the notice was given: (Required) \_\_\_\_\_  
Payment of all creditors and claimants filing a claim within the 90-day period stated in section 302A.727, subd.2, paragraph (e) has been made or provided for; or the date on which the longest of the periods described in section 302A.727, subd. 3, paragraph (b) has expired. The remaining property, assets and claims of the corporation have been distributed among its shareholders in accordance with section 302A.551, subd. 4, or adequate provision has been made for that distribution. There are no pending legal, administrative or arbitration proceedings by or against the corporation commenced within the time provided in subdivision 3, paragraph (b), or that adequate provision has been made for the satisfaction of any judgment, order or decree that may be entered against it in a pending proceeding.

**3. Authorized Signature: (Required)**

I certify that the foregoing is true and accurate and that I have the authority to sign this document, and I further certify that I understand that by signing this document, I am subject to the penalties of perjury as set forth in section 609.48 as if I had signed this document under oath.

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**4. Name, daytime telephone number and e-mail address of contact person for the corporation:**

Name:

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Phone:

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E-Mail Address:

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## INSTRUCTIONS

**Retain the original signed copy of this document for your records and submit a legible photocopy for filing with the Secretary of State.**

**NOTE:** This form is intended merely as a guide for dissolution of a Minnesota corporation. It is not intended to cover all situations. If this form does not meet the specific needs and requirements of the corporation, then the corporation should draft their own articles of dissolution.

**Articles of Dissolution filed under Chapter 302A.7291 or 302A.727 must have or be accompanied by an Intent to Dissolve filing.**

- 1. Name of Corporation: (Required)** List the corporate name on file with the Secretary of State's office.
- 2. Select one of the following: (Required)** Check the applicable statute that the Articles of Dissolution are being filed under. If filing under Chapter 302A.727, provide the last date on which the notice was given.
- 3. Authorized Signature: (Required)** Must be signed by someone authorized by the corporation or by an Authorized Agent (The signing party must indicate on the document that they are acting as the agent of the person(s) whose signature would be required and that they have been authorized to sign on behalf of that person(s).)
- 4. Name, daytime telephone number and e-mail address of contact person for the corporation:** Please list the name, daytime telephone number, and e-mail address of a person who can be contacted about this form.

To obtain a copy of a form you can go to our web site at [www.sos.state.mn.us](http://www.sos.state.mn.us), or contact us between 9:00am to 4:00pm Monday through Friday at (651) 296-2803 or toll free at 1-877-551-6SOS (6767).

**Filing Fee: \$35.00 Payable to the MN Secretary of State**

**FILE IN-PERSON OR MAIL TO:**

Minnesota Secretary of State - Business Services  
Retirement Systems of Minnesota Building  
60 Empire Drive, Suite 100  
St Paul, MN 55103

(Staffed 8:00 - 4:00, Monday - Friday, excluding holidays)

All of the information on this form is public. Minnesota law requires certain information to be provided for this type of filing. If that information is not included, your document may be returned unfiled. This document can be made available in alternative formats, such as large print, Braille or audio tape, by calling (651)296-2803/voice. For a TTY/TTD (deaf and hard of hearing) communication, contact the Minnesota Relay Service at 1-800-627-3529 and ask them to place a call to (651)296-2803. The Secretary of State's Office does not discriminate on the basis of race, creed, color, sex, sexual orientation, national origin, age, marital status, disability, religion, reliance on public assistance or political opinions or affiliations in employment or the provision of service.