

## ARTICLES OF INCORPORATION (Vermont profit T.11A)

Vermont Secretary of State, 128 State Street, Montpelier, VT 05633-1104 (802-828-2386)

### Corporate Name:

(Alternate name - if first choice is not available)

Corp type: check one:  [General\(T.11A\)](#)  [Professional \(T.11,Ch.4\)](#)

[Close \(T.11A,Ch.20\)](#)  [Benefit \(T.11A,Ch.21\)](#)

State a brief **Purpose** here:

### Registered agent's name

Registered agent's address: (street, city and zip code in VT)

Principal office address: (street, city, state and zip code)

Fiscal operating year end (month): Unless stated otherwise DEC will be designated.

A corporation is required to file an annual report within 2½ months of the close of its fiscal year. Failure to file may result in termination of the its charter. Reports are obtained and filed online.

Number of shares the corporation is authorized to issue:

Classes of shares (common/preferred/etc.) & number of shares authorized to issue, in each:

One or more classes of shares that together have unlimited voting rights:

One or more classes of shares (which may be the same class with voting rights) that together are entitled to receive the net assets of the corporation upon dissolution:

**PROFESSIONAL** corporations must provide the name, address, profession, license number & expiration date of not less than one-half of its directors and officers.

**CLOSE Corporation:** Corporations designated as "close" shall include the provisions listed below. Simply check the box accepting each provision, adding specific information as it applies. The provisions of T.11A apply to close corporations in the absence of a contrary or inconsistent provision in Chapter 20. A corporation whose status terminates as a close corporation becomes subject the obligations and rights of a general corporation.

- This corporation is a close corporation and each certificate for shares shall note this fact;
- All the issued and outstanding stock of all classes shall be held of record by not more than 35 persons;
- Each certificate for shares shall further note any provisions set forth in the articles of incorporation and described in 11A, V.S.A. § 20.02(5);
- The corporation shall make no offering of any of its shares of any class which would constitute a "public offering" within the meaning of the U.S. Securities Act of 1933 (15 U.S.C. § 77 et seq);
- All issued and outstanding shares of all classes shall be represented by certificates and shall conform in the form and content to the requirements of 11A, V.S.A. § 6.25 ;
- Shares transfer restrictions, if any:

Dissolution provisions, if any:

Managed with a board of directors?

**DIRECTORS'S names and addresses:** A board of directors of a corporation which is not a close corporation dispensing with a board of directors must consist of one or more individuals, with the number specified in or fixed in accordance with these articles or bylaws. The number of directors may be increased or decreased by amendment. (T.11A, 8.03).


**Benefit Corporation:** List the name of the benefit director and the benefit officer below.

Name of benefit director:

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Name of benefit officer:

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One or more natural persons of majority age (18) may act as incorporator.

Incorporators printed name:

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Incorporators **SIGNATURE & ADDRESS:**

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**\$75.00 FEE** File in duplicate with a self-addressed envelope. If a delayed effective date is not specified, it is effective the date it is approved. A delayed date cannot be later than 90 days after the filing. Effective date, if applicable: 

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