

Natalie E. Tennant
Secretary of State
1900 Kanawha Blvd E.
Bldg 1, Suite 157-K
Charleston, WV 25305



Penney Barker, Manager
Corporations Division
Tel: (304)558-8000
Fax: (304)558-8381
www.wvsos.com

Hrs: 8:30 a.m. – 5:00 p.m. ET

FILE ONE ORIGINAL

FEE: \$25.00

**ARTICLES OF DISSOLUTION
OF A WV CORPORATION
NEVER COMMENCING BUSINESS**

The incorporators or initial board of directors adopt and file the following Articles of Dissolution for the purposes of dissolving a West Virginia corporation, which has never commenced business, according to the provisions of the West Virginia Code.

1. The name of the corporation is: _____

2. The date the certificate of incorporation was issued: _____

3. The **mailing address** to which the Secretary of State may mail a copy of any process against the corporation:

No. & Street

City/State/Zip

4. The officers and/or initial board of directors attest to the following statements on behalf of the corporation:

- ❖ The corporation has not commenced business and/or none of the shares of the corporation have ever been issued.
- ❖ The amount actually paid in on subscription for share of the corporation, less any part disbursed for necessary expenses, has been returned to those entitled hereto.
- ❖ All debts of the corporation have been paid.
- ❖ A majority of the incorporators elect that the corporation be dissolved.

5. Name and phone number of contact person. (this is optional, however, if there is a problem with the filing, listing a contact person may avoid having to return or reject the document)

Contact Name

Phone Number

6. Print Name of Signer: _____ Title/Capacity: _____

Signature: _____ Date: _____

**INSTRUCTIONS FOR FILING ARTICLES OF DISSOLUTION OF A WV
CORPORATION NEVER COMMENCING BUSINESS**

If a for profit corporation did not commence business and/or the corporation did not issue any shares, its incorporators or initial board of directors may dissolve the corporation at any time.

In order for the Office of the Secretary of State to issue a Certificate of Dissolution for a profit corporation that never commenced business, the corporation must submit an original application for “Dissolution of a WV Corporation Never Commencing Business”.

Filing fee is \$25 and you should make checks payable to the West Virginia Secretary of State.

The Secretary of State will request, in writing, clearances from the West Virginia State Tax Department, Employer Coverage Unit (Workers Compensation) and Department of Employment Security. When those clearances are received in writing, which may take as long as two years, a certificate of dissolution will be prepared and mailed to the address given on the Articles of Dissolution.

You will be held liable for all taxes, fees, penalties, interest, etc. until clearances are obtained from all the applicable departments and divisions listed above.

**IF YOU NEED ADDITIONAL INFORMATION CONCERNING DISSOLVING YOUR
COMPANY, PLEASE CONTACT OUR OFFICE AT 304-558-8000.**