



ARTICLES OF DISSOLUTION – STOCK FOR-PROFIT CORPORATION

- A. Name of the corporation: _____
- B. Indicate method of dissolution by checking (X) the appropriate choice below. (Check and complete **either** section 1 **or** section 2)

1. Dissolution by BOARD OF DIRECTORS AND SHAREHOLDERS

Authority to dissolve the corporation in accordance with sec. 180.1402 of the Wisconsin Statutes was granted on _____ (Date)

OR

2. Dissolution BEFORE ISSUANCE OF SHARES

The corporation was incorporated on _____ (Date)

None of the corporation's shares have been issued; no debt of the corporation remains unpaid; and dissolution under sec. 180.1401 of the Wisconsin Statutes was authorized by (indicate which by checking (X) the appropriate choice below)

the incorporators **OR** the board of directors

C. OPTIONAL (**NOTE:** *Unless a dissolved corporation terminates rights to its corporate name, the name may not be used by any other entity for a period of 120 days following the effective date of dissolution. Mark (X) the statement below if you want to release rights to the name so that another entity may immediately adopt the name.*)

The corporation terminates all rights to its corporate name on the effective date of its articles of dissolution.

D. Executed on _____ (Date) _____ (Signature)

Title: President Secretary
or other officer title _____ (Printed name)

This document was drafted by _____ (Name the individual who drafted the document)

ARTICLES OF DISSOLUTION – Stock, For-Profit Corporation

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▲ Your **name, return address** and **phone number** during the day: () _____ - _____

INSTRUCTIONS (Ref. sec. 180.1401 and 180.1403, Wis. Stats. for document content)

Submit one original and one exact copy to Dept. of Financial Institutions, P O Box 7846, Madison WI, 53707-7846, together with a **FILING FEE of \$20.00**, payable to the department. Filing fee is **non-refundable**. (If sent by Express or Priority U.S. mail, address to 345 W. Washington Ave., 3rd Floor, Madison WI, 53703). Sign the document manually or otherwise as allowed under sec. 180.0103 (16). **NOTICE:** This form may be used to accomplish a filing required or permitted by statute to be made with the department. Information requested may be used for secondary purposes. If you have any questions, please contact the Division of Corporate & Consumer Services at 608-261-7577. Hearing-impaired may call 608-266-8818 for TTY. This document can be made available in alternate formats upon request to qualifying individuals with disabilities.

- A. Indicate the name of the corporation.
- B. Select and mark (X) the appropriate choice to reflect the method of dissolving the corporation, and complete either section 1 or 2.
 - 1. If by action of the Board of Directors and Shareholders under sec. 180.1402, Wis. Stats., enter the date on which authority was granted to dissolved the corporation.
 - 2. If by action of the Incorporators or Board of Directors under sec. 180.1401, Wis. Stats., enter the corporation's date of incorporation and mark (X) the appropriate choice to indicate which body authorized dissolution of the corporation.
- C. The dissolving corporation retains exclusive rights to its corporate name for 120 days after the effective date of its articles of dissolution, but may terminate its rights earlier by a statement in its articles of dissolution. If this is desired, mark (X) this optional remark. The preprinted remark may be modified to state a particular date within the 120 day period, if desired.
- D. Enter the date of execution of the document, and the name and title of the person signing the document. The document is to be signed by one of the following: an **officer** of the corporation or an incorporator if directors have not been selected, or the fiduciary if the corporation is in the hands of a **receiver, trustee or other court-appointed fiduciary**. A director is **not** empowered to sign.

If the document is executed in Wisconsin, sec. 182.01(3) , Wis. Stats., provides that it shall not be filed unless the name of the drafter (either an individual or a governmental agency) is printed in a legible manner. If the document is not executed in Wisconsin, enter that remark.

Filing articles of dissolution does not satisfy a corporation's obligation to file a **Final Return** with tax authorities, if a return is due. For particulars, contact WI Department of Revenue at (608) 266-0800 or <http://www.revenue.wi.gov/html/taxcorp.html>.