

**INCORPORATION/LIMITED LIABILITY
COMPANY/PARTNERSHIP / OR
SOLE PROPRIETORSHIP FORMATION
CHECKLIST**

1. Type of Entity Desired:

- Sole Proprietorship
- Limited Liability Company
- Corporation
 - Subchapter C
 - Subchapter S
 - Non-profit
- Partnership

2. Names and addresses of Incorporator(s)/Organizer(s) / Partners / Owner (How do they usually sign name to legal documents?) : _____

If attorney is an incorporator/organizer, etc., then must later identify the Members by a separate document. _____

3. Name of Entity (If LLC, must have "LLC" at end of name; If corporation, must have "Ltd.," "Co.," "Corp.," "Inc." or the same words spelled out at end of name; If Limited Liability partnership, must have "LLP." at end of name.)

CAVEAT: Check name for availability in corporate names database at <http://www.state.nc.us/secstate/> (For NC Corps) or <http://www.sunbiz.org/> for Florida Corporations before going any further. Tell client that you are *only* checking the name on the Secretary of State's online database and its latest update date to ensure that the name is available as a corporate name for use in the state. Be sure that client understands that this is **not** a full trademark availability search and that there may be others using the name in the state or elsewhere who may later have a claim of infringement against the client. However, we are not performing trademark services. If the client has a question about the trademark clearance of this name, s/he should contact a trademark attorney for a full trademark clearance search or consider changing the name so that it is primarily his/her surname and/or merely descriptive of the goods/services being offered under the name. STATE TRADEMARK REGISTRATION SERVICES ARE OFFERED IF WANTED. In Florida, multiple companies *can* have the LLC name, but not the same corporate name.

4. Duration of entity:

- Corporation: Always Perpetual
- LLC: _____ (may be perpetual).
- Partnership: _____ (i.e. death or addition of partner, perpetual, at specific date, upon termination as agreed, etc.)
- Sole Proprietorship: N/A

5. Purposes of Entity: _____
(usually, "any legal purpose," however, watch professional entities and non-profits.)

6. Number and type of shares to be issued (Corporations *only*) : _____ (usually 100,000 Common)

7. Division of ownership / control among owners (LLC, Partnership, or for-profit Corporations):
_____ shares to _____
_____ shares to _____
_____ shares to _____
_____ shares to _____

For SS-4 and other IRS documents:

I authorized you to use my Social Security Number _____ to obtain an EIN for the new entity: _____ Printed Name: _____

8. Street Address of initial REGISTERED Office of the entity (including county): _____

9. Mailing Address of the initial REGISTERED Office of the entity: _____

10. Street Address of the initial PRINCIPAL Office of the entity: _____

11. Mailing Address of the initial PRINCIPAL Office of the entity: _____

12. Name of the initial Registered Agent: _____

13. Number of initial Board of Directors (require 3 for Florida non-profits): _____

14A. If LLC,

Member managed? *or*

Manager managed?

Make sure this is included in the Articles of Organization.

14B. If non-profit corporation, will it have members?

Yes *or*

No

Make sure this is included in Articles of Incorporation.

15. Names and addresses of the initial Board of Directors (corporation) / Members (LLC):

Director/Member 1:

Name: _____

Address: _____

Director/Member 2:

Name: _____

Address: _____

Director/Member 3:

Name: _____

Address: _____

Director/Member 4:

Name: _____

Address: _____

Director/Member 5:

Name: _____

Address: _____

OFFICERS (not required for LLC's):

President: _____

Vice President: _____

Secretary: _____

Treasurer: _____