

# Instructions to Form SCC619 - Articles of Incorporation of a Virginia Stock Corporation

Filing Requirements	
Required Fees	
<b>Charter Fee:</b> 1 million or fewer authorized shares - <b>\$50</b> for each 25,000 shares or fraction thereof More than 1 million shares - <b>\$2,500</b>	<b>Filing Fee: \$25.00</b>
Paper Filing	Online Filing
Visit <a href="https://cis.scc.virginia.gov">https://cis.scc.virginia.gov</a> to file articles of incorporation of a Virginia Stock Corporation in real time.	Download from <a href="https://scc.virginia.gov/pages/Virginia-Stock-Corporations">https://scc.virginia.gov/pages/Virginia-Stock-Corporations</a> complete, print, and mail or deliver to below address:
<b>Questions?</b> Visit the CIS help page at <a href="https://scc.virginia.gov/pages/CIS-Help">https://scc.virginia.gov/pages/CIS-Help</a> for how-to guides, answers to frequently asked questions, and helpful videos.	<b>State Corporation Commission</b> <b>Courier Delivery Address</b> Clerk's Office                                      1300 E. Main St, 1 <sup>st</sup> floor P.O. Box 1197                                        Richmond, VA 23219 Richmond, VA 23218-1197
Pay online with a credit card or eCheck. No additional processing fees apply for filing online.	Include a check payable to State Corporation Commission. <b>DO NOT SEND CASH.</b>

## Specific Instructions

### Article I Name

The corporation must use one of these designations in its name:

- Corp.      • Corporation
- Inc.        • Incorporated
- Co.         • Company
- Ltd.        • Limited

The proposed name must be distinguishable from other entity names on record with the Commission. To check the availability of a name, visit <https://cis.scc.virginia.gov>, or contact the Clerk's Office.

### Article II Shares

State the number of shares the corporation can issue. If there is more than one class or series of shares, state the following for each class or series: number of authorized shares, a distinguishing designation (e.g., common, preferred, etc.), and the preferences, rights and limitations.

### Article III Registered Agent

The registered agent's sole duty is to receive legal documents and notices on behalf of the corporation. The corporation may not serve as its own registered agent. The registered agent must be an individual or entity that meets one of the qualifications. Check the applicable box.

### Article IV Registered Office

The registered office location must be identical to the registered agent's business office.

- **Only use a rural route and box number if the registered office's location has no street address.**

- **Only use a post office box if (i) there is no street address or rural route and box number, or (ii) the town/city has a population of 2,000 or less.**

Provide the name of the county or independent city where the registered office is physically located.

### Article V Principal Office

The principal office is the location of the corporation's principal executive offices. The corporation must make available certain corporate records at the principal office. Only use a rural route and box number if the principal office has no street address. A post office box is not allowed.

### Article VI Initial Directors

A corporation can have directors immediately upon formation **only** if the articles name them. If the registered agent's qualification is that of an initial director, then include all the initial directors and their addresses.

### Signature(s)

One or more incorporators must sign the articles. Include the signature and printed name of each person who signs.

If signing on behalf of an incorporator that is a business entity, include the business entity's name, your printed name, and your role within the business entity. Providing an entity phone number or email address allows for quicker communication if there is an issue with the filing.

## Important Information

This form contains the minimum Virginia statutory requirements for articles of incorporation. If the articles of incorporation will need to include additional provisions, **separately** prepare and submit typewritten articles of incorporation. The articles must be in the English language, printed in black, using the following guidelines:

- use solid white paper
- one-sided
- size 8 1/2" x 11"
- no visible watermarks or background logos
- minimum 1.25" top margin and 0.75" all other sides

**Do not include Personally Identifiable Information**, such as a Social Security number, in a business entity document submitted to the Office of the Clerk for filing with the Commission. Information in these documents is available to the public. For more information, see Notice Regarding Personally Identifiable Information at [www.scc.virginia.gov/clk](http://www.scc.virginia.gov/clk).



Form  
**SCC619**  
(Rev. 08/23)

State Corporation Commission

## Articles of Incorporation of a Virginia Stock Corporation

Pursuant to Chapter 9 of Title 13.1 of the Code of Virginia, the undersigned state(s) as follows:

**Article I** The corporation's name:

\_\_\_\_\_

(The name must contain the word corporation, incorporated, company or limited or the abbreviation corp., inc., co. or ltd.)

**Article II** The corporation is authorized to issue \_\_\_\_\_ share(s) of stock.  
(number)

**Article III** A. The name of the corporation's initial registered agent:

\_\_\_\_\_

B. The initial registered agent is: **(Mark appropriate box.)**

(1) an individual who is a resident of Virginia **and**

an initial director of the corporation.

a member of the Virginia State Bar.

**OR**

(2)  a domestic or foreign stock or nonstock corporation, limited liability company, or registered limited liability partnership authorized to transact business in Virginia.

**Article IV** A. The corporation's initial registered office address, including the street and number, if any, which is identical to the business office of the initial registered agent, is

\_\_\_\_\_, VA \_\_\_\_\_  
(number/street) (city or town) (zip)

B. The registered office is located in the  county **or**  city of \_\_\_\_\_

**Article V** (Optional) The corporation's principal office address, including the street and number (if any), is

\_\_\_\_\_  
(number/street) (city or town) (state) (zip)

**Article VI** The initial directors are:

Name	Address

### Incorporator(s):

Signature	Printed Name	Date	Tel. # (optional)	Email Address (optional)

Business Tel. # (optional)	Business Email Address (optional)
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**Required Fees: See Instructions for Calculating**