

Form a Foreign Stock Corporation in the Clerk's Information System

Stock corporations are authorized to issue shares to persons who become shareholders (the owners of the corporation) and are usually formed to generate a profit for the shareholders. This how-to guide will walk you through forming a Foreign Stock Corporation online in the new Clerk's Information System (CIS) https://cis.scc.virginia.gov/.

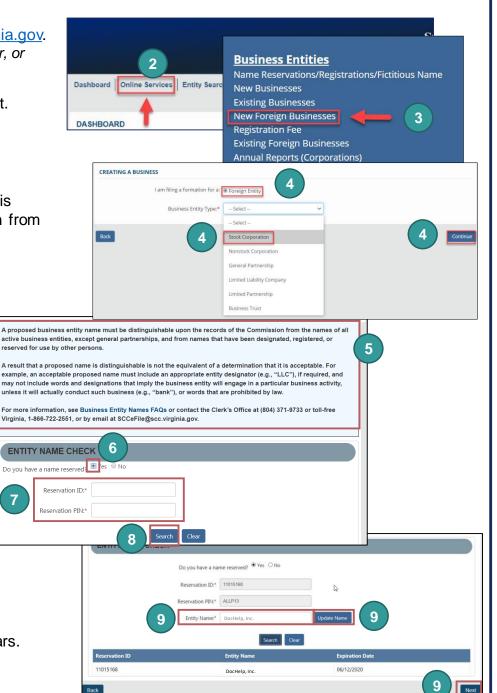
Use the <u>Foreign Business Registration Checklist</u> to complete this filing. This checklist shows all required documents you'll need.

- Log on to CIS at https://cis.scc.virginia.gov.

 Note: Google Chrome, Internet Explorer, or
 Microsoft Edge are recommended.
- Click Online Services on the top left.
- Under Business Entities, click New Foreign Businesses.
- Make sure the Foreign Entity button is selected. Select **Stock Corporation** from the drop-down and click **Continue**.
- 5 Review the business entity name information.
- If you have reserved a name, click the radio button next to **Yes** to update the page.
 Otherwise, jump to step 10.
 Note: Reserving a name is not required.
- 7 Enter the Reservation ID and Reservation PIN.

Note: The ID and PIN can be found in the "Application for Reservation of Name Acceptance" letter located in the **Correspondence** dropdown on your dashboard.

- 8 Click Search.
- Review the Entity Name that appears.
 If correct, click Update Name and then click Next on the bottom right.



- 10 If you have not reserved a name, you must check that your proposed name is available and acceptable. Click the radio button next to **No**.
- Enter an Entity Name and click Check Availability.
- Once the system indicates the name is available and acceptable, click **Next**.
- 13 Enter the Entity Email Address and/or Contact Number.
- Choose an Industry Code from the Business Type drop-down.

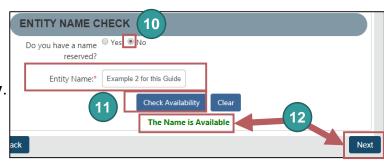
Note: Most select "0 - General".

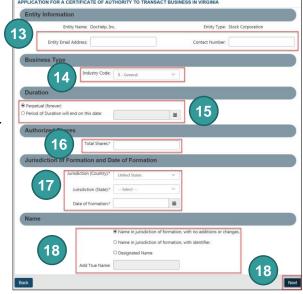
- Under **Duration**, select if the entity is intended to exist forever (perpetual) or enter the date it will end.

 Note: Most select "Perpetual".
- 16 Enter the number of **Total Shares** authorized that is listed on the home state articles of incorporation.
- 17 Complete all fields marked with an asterisk (*) in the Jurisdiction of Formation and Date of Formation section.
- 18 Complete the **Name** section and click **Next**.
- 19 Indicate if the Registered Agent (RA) will be an Individual or an Entity. They must be in Virginia and have a Virginia address. If the RA will be an Entity, check the **Entity** radio button.
 - A Enter the Entity Name or Entity ID and click Search.
 - B Click the radio button to the left of the desired entity name.

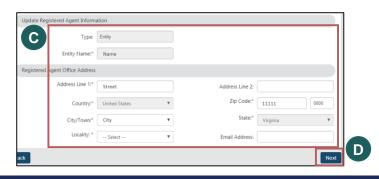
Note: Clicking the green Entity ID will open entity information in a different tab.

- Make sure all fields marked with an asterisk (*) are filled in.
- D Click Next.









If the Registered Agent (RA) will be an Individual, check the **Individual** radio button. You can search for an existing RA or create a new individual RA.

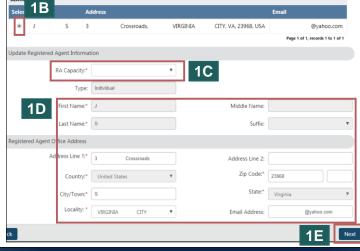
To search for an existing RA:

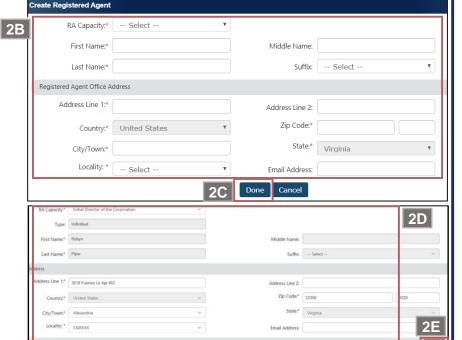
- 1A Enter their Last Name and click Search.
- 1B Under **Search Results**, click the radio button next to the desired RA's name.
- 1C Select the RA Capacity from the dropdown menu.
- 1D Review and confirm all fields marked with an asterisk (*) are filled in.
- 1E Click Next.

To create a new Individual RA:

- 2A Click Create Individual RA.
- In the pop up window, complete all fields marked with an asterisk (*).
- 2C Click Done.
- 2D Review the Registered Agent Information and the Registered Agent Office Address.
- 2E Click Next.
- Enter the **Principal Office Address** information. Complete all fields marked with an asterisk (*).
- 22 Click Next.







- Enter the **Principal Information**, completing all fields marked with an asterisk (*).
- 24 Click Add Principal.
- Click **OK** in the pop-up box.
- The principal information will populate. Click **Next**.
- Check whether the entity was previously registered in Virginia by entering the **Entity Name** or **Entity ID**.

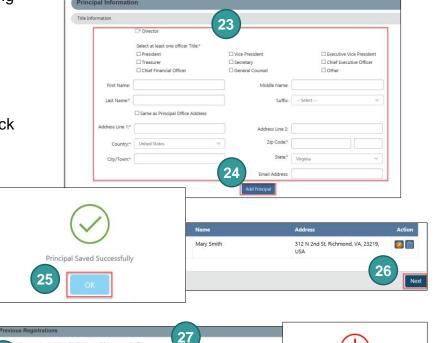
Click Search.

- 28 If no records were found, click OK.
- If records were found, click the **Select** button next to your business's name.

 DO NOT click the green entity name.
- 30 Click Add Entity.
- Click Next.
- Upload certified articles of incorporation and all amendments. They must have been certified within the past 12 months. To upload documents, check the uploaded document will act as the filing image radio button.

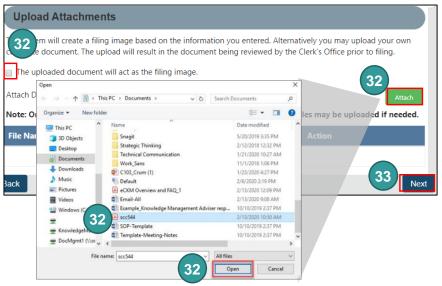
Click **Attach** and select the file you want to upload.

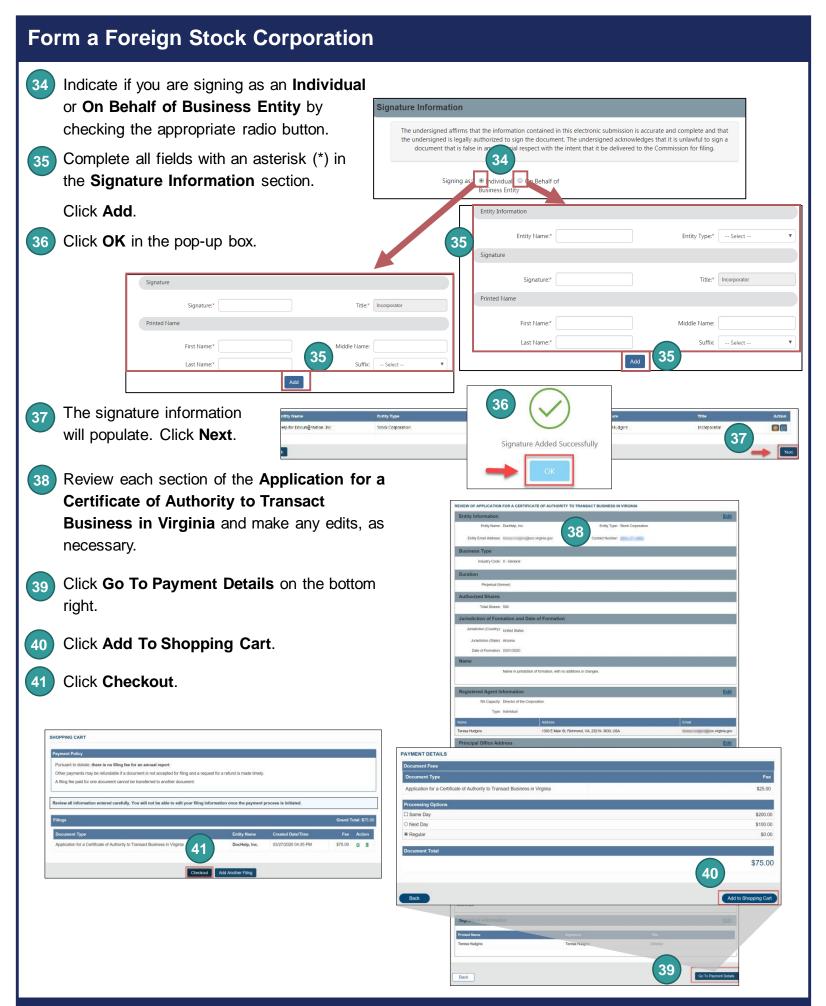
33 Click Next.











- 42 Click Go To Payment.
- In the Confirmation pop-up window, click I Agree.

Note: You will be taken to a site administered by LexisNexis to complete your payment.

- Enter your **Billing Address** and **Payment**Information, completing All fields with an asterisk (*).
 You must complete the **Captcha** field.
- 45 Click Continue.
- Check the **Acknowledgement** radio button and click **Pay Now**.

Note: Do not close the browser window.

47 You will be directed to a confirmation screen.

