

INSTRUCTIONS TO FORM SCC888N – ARTICLES OF AMENDMENT – CHANGING THE NAME OF A VIRGINIA NONSTOCK CORPORATION

Filing Requirements									
Pay all fees and penalties before submitting this application to the Commission. If the Commission issues the articles of amendment on or before the annual registration fee due date, payment of the registration fee for the current year is not required.									
Required Fees	Filing Fee: \$25.00								
File Online Today	Paper Filing								
Visit https://cis.scc.virginia.gov to file articles of amendment, changing the name of a Virginia Nonstock Corporation in real time.	Download from https://scc.virginia.gov/pages/Virginia-Nonstock-Corporations complete, print, and mail or deliver to below address:								
Questions? Visit the CIS help page at https://scc.virginia.gov/pages/CIS-Help for how-to guides, answers to frequently asked questions, and helpful videos.	<table style="width: 100%; border: none;"> <tr> <td style="width: 50%;">State Corporation Commission</td> <td style="width: 50%;">Courier Delivery Address</td> </tr> <tr> <td>Clerk's Office</td> <td>1300 E. Main St, 1st floor</td> </tr> <tr> <td>P.O. Box 1197</td> <td>Richmond, VA 23219</td> </tr> <tr> <td>Richmond, VA 23218-1197</td> <td></td> </tr> </table>	State Corporation Commission	Courier Delivery Address	Clerk's Office	1300 E. Main St, 1 st floor	P.O. Box 1197	Richmond, VA 23219	Richmond, VA 23218-1197	
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Pay online with a credit card or eCheck. No additional processing fees apply for filing online.	Include a check payable to State Corporation Commission. DO NOT SEND CASH.								

The proposed name must be distinguishable upon the records of the Commission. See § 13.1-829 of the Code of Virginia. To check the availability of a corporate name, visit <https://cis.scc.virginia.gov>, or contact the Clerk's Office.

If the corporation has members with voting rights and they unanimously approved the amendment to change the corporation's name, mark the first box in number 3. **Important:** If the corporation has members with voting rights and their approval of the name change amendment was less than unanimous, you may not use this form. Instead, follow guideform SCC888. See Note below.

If the corporation has no members or no members with voting rights, and at least two-thirds of all of the **directors in office** approved the amendment to change the corporation's name, mark the second box in number 3 and mark the appropriate box to indicate that there are no members or no members with voting rights.

The articles must be executed in the name of the corporation by the chairman or any vice-chairman of the board of directors, the president or any other of its officers authorized to act on behalf of the corporation. The printed name and corporate title of the authorized representative who signs the articles on behalf of the corporation must be set forth. Set forth the date the articles of amendment were signed.

It is a Class 1 misdemeanor for any person to sign a document he or she knows is false in any material respect with intent that the document be delivered to the Commission for filing. See § 13.1-811 of the Code of Virginia.

NOTE

Other methods of adopting an amendment to the articles of incorporation of a nonstock corporation are (i) by approval of each voting group of members by more than two-thirds of all votes cast on the amendment by that voting group at a meeting at which a quorum exists, unless the board of directors, as a condition of its submission of the amendment to the members, requires a greater vote or the articles of incorporation provide for a greater or lesser vote, and (ii) by action of a majority of the incorporators, when director and member approval is not required. See § 13.1-888 of the Code of Virginia. See (and follow) guideform SCC888 for adoption provisions that accommodate these situations. It may be downloaded from our website at <https://scc.virginia.gov/pages/Virginia-Nonstock-Corporations>.

Important Information

The articles must be in the English language, typewritten or legibly printed in black, using the following guidelines:

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

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.



Form
SCC889N
(Rev. 09/20)

State Corporation Commission

**ARTICLES OF AMENDMENT
CHANGING THE NAME OF A VIRGINIA
NONSTOCK CORPORATION
By Unanimous Consent of the Members or by the
Directors Without Member Action**

The undersigned, on behalf of the corporation set forth below, pursuant to § 13.1-888 of the Code of Virginia, executes these articles and states as follows:

1. The current name of the corporation is _____
_____.

2. The name of the corporation is changed to _____
_____.

3. The foregoing amendment was adopted on _____ (mark appropriate box):
(date)

By the unanimous consent of the members with voting rights.

OR

By a vote of at least two-thirds of the directors in office. Member action on the amendment was not required because (mark appropriate box):

There are no members;

or

There are no members with voting rights.

Executed in the name of the corporation by:

(signature)

(date)

(printed name)

(corporate title)

(corporation's SCC ID no.)

(telephone number (optional))

(The execution must be by the chairman or any vice-chairman of the board of directors, the president, or any other of its officers authorized to act on behalf of the corporation.)