

**INSTRUCTIONS TO FORM SCC898.5-FN – GUIDE FOR ARTICLES OF DOMESTICATION**  
(Virginia nonstock corporation to be domesticated under the laws of another jurisdiction)

<b>Filing Requirements</b>	
Pay all fees and penalties before submitting articles to the Commission. If the Commission issues the certificate of domestication on or before the annual registration fee due date, payment of the registration fee for the current year is not required.	
<b>Required Fees</b>	<b>Filing Fee: \$25.00</b>
<b>File Online Today</b>	<b>Paper Filing</b>
Visit <a href="https://cis.scc.virginia.gov">https://cis.scc.virginia.gov</a> to submit for filing articles of domestication in real time.	Download from <a href="https://scc.virginia.gov/pages/Virginia-Nonstock-Corporations">https://scc.virginia.gov/pages/Virginia-Nonstock-Corporations</a> complete, print, and mail or deliver to:
<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> Clerk's Office P.O. Box 1197 Richmond, VA 23218-1197
Pay online with a credit card or eCheck. No additional processing fees apply for filing online.	<b>Courier Delivery Address</b> 1300 E. Main St, 1 <sup>st</sup> floor Richmond, VA 23219
	Include a check payable to State Corporation Commission. <b>DO NOT SEND CASH.</b>

If all of the members consented to the domestication, in paragraph 4 set forth the statement in part A (and omit parts B and C). If the members' consent was less than unanimous, in paragraph 4 provide the information required in both (1) and (2) of part B. The plan of domestication must be approved by each group entitled to vote on the plan by more than two-thirds of all votes entitled to be cast by that voting group, unless the board of directors requires a greater vote or unless the articles of incorporation provide for a greater or lesser vote, so long as the vote provided for is not less than a majority of all votes cast on the plan by each voting group entitled to vote at a meeting at which a quorum of the voting group exists. If the corporation has no members or no members with voting rights, in paragraph 4 set forth the appropriate statement in part C (and omit parts A and B).

The articles of domestication must be signed 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. Set forth the printed name and the corporate title below or next to the signature.

**NOTE**

The corporation shall automatically cease to be a Virginia corporation when the certificate of domestication becomes effective.

If, after domestication, the former Virginia corporation intends to continue to transact business in Virginia as a foreign corporation, then, within thirty days after the effective date of the certificate of domestication, it must deliver to the Commission an application for a certificate of authority to transact business in Virginia pursuant to § 13.1-921 of the Code of Virginia together with a copy of its instrument of domestication and articles of incorporation and all amendments thereto, duly authenticated by the Secretary of State or other official having custody of corporate records in the state or country under whose laws it is incorporated or domesticated.

**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
- 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).

