

# Instructions to Form SCC759/921 - Application for Certificate of Authority to Transact Business in Virginia

Required Documentation				
Submit with this Commission-prescribed application a <b>certified or otherwise authenticated copy</b> of the corporation's <b>articles of incorporation and all amendments</b> filed in the jurisdiction of incorporation, <b>authenticated within the past 12 months</b> by the Secretary of State or other public official with custody of corporate records. Certification must indicate that each document is a "true and correct copy" of the official records, or words to that effect.				
Required Fees				
<b>Filing Fee: \$25.00</b>	<b>AND</b>	<b>Entrance Fee: Stock Corporation</b> 1 million or fewer authorized shares - <b>\$50.00</b> for each 25,000 shares or fraction thereof More than 1 million shares - <b>\$2,500.00</b>	<b>OR</b>	<b>Entrance fee: Nonstock Corporation: \$50.00</b>
File Online Today		Paper Filing		
Visit <a href="https://cis.scc.virginia.gov">https://cis.scc.virginia.gov</a> to file an application for certificate of authority to transact business in Virginia in real time.		Download from <a href="https://scc.virginia.gov/pages/Foreign-Corporations">https://scc.virginia.gov/pages/Foreign-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 Clerk's Office</b> 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		
		<b>DO NOT SEND CASH.</b>		

## Specific Instructions

### I Name and Incorporation Details

State the corporation's name exactly as it appears in its articles of incorporation. Adopt a designated name required for use in Virginia if:

- The corporation is a stock corporation and its name does not contain the abbreviation Corp., Inc., Co. or Ltd., or the word Corporation, Incorporated, Company, or Limited
  - The name of the corporation is unavailable in Virginia
- To check name availability, visit <https://cis.scc.virginia.gov>, or contact the Clerk's Office.

Original date of formation refers to the original date of organization, formation, or incorporation as an entity.

Period of duration refers to the date on which the corporation's existence is set to expire. Indicate "perpetual," if applicable.

If the corporation was previously authorized or registered to transact business in Virginia, include on an attachment:

- The name of the entity
- The state or other jurisdiction of incorporation, organization, or formation
- The entity's type
- The identification number issued to the entity by the Commission

### II Principal Office

The principal office is the location of the corporation's principal executive offices. A post office box, by itself, is not allowed.

### III Registered Agent

The corporation must have a registered agent in Virginia. The registered agent's sole duty is to accept 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.

### Note

If the corporation's articles state that its sole and specific purpose is to render a "professional service" as defined in § 13.1-543 of the Code of Virginia, include an attachment listing the name and address of each shareholder of the corporation who will be providing the professional service in Virginia and whether they are licensed or legally qualified to perform the professional service in Virginia.

### Important Information

Complete this form in English, type or print legibly in black, and use solid white paper with no visible watermarks or background logos.

### 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.

### V Officers

Include the names, titles and complete business addresses of all principal officers of the corporation.

### VI Directors

Include the names and business addresses of all directors. If the corporation does not have any directors, write NONE. List any trustees of a nonstock corporation as directors. List any individual who is both an officer AND director in BOTH V and VI.

### VII Stock

State the number of shares the corporation is authorized to issue, itemized by class. This information must match the corporation's articles and is not the number of shares that have actually been issued. A nonstock corporation should write "None" in this section.

### Signature

One of the following must sign the application:

- the chairman or any vice-chairman of the board of directors
- the president
- any officer authorized to act on behalf of the corporation

Include the date, printed name, and position title next to the signature. Providing an entity phone number or email address allows for quicker communication if there is an issue with the filing.

**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).



## Application for Certificate of Authority to Transact Business in Virginia as a Foreign Corporation

**I** The corporation's name: \_\_\_\_\_

The designated name (if required): \_\_\_\_\_

The state or other jurisdiction of incorporation: \_\_\_\_\_

The original date of incorporation: \_\_\_\_\_ The period of duration is  perpetual **or**  expires on: \_\_\_\_\_

**(If applicable, mark box and provide additional information on an attachment. See Instructions for requirements.)**  
 The corporation was previously authorized or registered to transact business in Virginia as a foreign entity.

**II** The post office address, including the street and number, of the corporation's principal office is \_\_\_\_\_

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

**III** The name of the corporation's registered agent in VIRGINIA: \_\_\_\_\_

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

(1)  an individual who is a resident of Virginia **and** **OR** (2)  a Virginia or foreign stock or nonstock corporation, limited liability company or registered limited liability partnership authorized to transact business in Virginia.

an officer of the corporation.

a director of the corporation.

a member of the Virginia State Bar.

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

(number/street) (city or town) (zip)

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

**V** The corporation's officers are: **List additional officers on an attachment.**

Name	Title	Business Address
Name	Title	Business Address

**VI** The corporation's directors are: **List additional directors on an attachment.**

Name	Business Address
Name	Business Address

**VII** The number of shares the corporation is authorized to issue is: **List additional stock, itemized by class, on an attachment.**

Number	Class	Number	Class
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**Signature**

Signed in the name of the foreign corporation by:

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