

INCORPORATION (or LLC) ORGANIZER

Client _____ File # _____ Corporate Name _____

INSTRUCTIONS: *There are many formalities that must be observed when a business is incorporated, or a "Limited Liability Company" is formed. When done properly, the corporation or LLC is correctly set up, and you will be able to enjoy the many benefits of existence as a corporation or LLC. This organizer is to help you compile all the information we need to complete your incorporation or LLC setup.*

- _____ 1. **Please advise us whether you want to have a corporation or a Limited Liability Company.** *(LLCs are preferred if two or more persons want to have a unusual financial structure of ownership or profit sharing, to hav limited liability, and to have the tax liability passed through to them on their individual tax returns.)*
- _____ 2. **Please provide at least THREE proposed names for your corporation/LLC.** *Unless you are using a very unusual organizational name, you should know that all of the common names have been taken.*
- _____ 3. **We standardly procure a minute book, seal and share certificates with 10,000 total shares authorized. If you do not want the minute book and/or seal, or you want a different number of shares, please advise us immediately.** *(The answers to these first three questions is the only information we MUST have to get your articles of incorporation filed. We will need the other questions answered to complete the incorporation.)*
- _____ 4. What is the corporate address and telephone/fax number, if different from yours?
- _____ 5. Please describe the nature of the business, and the number of employees you expect to hire.
- _____ 6. Who will be the officers of the corporation: President, Secretary, Chief Financial Officer? *(Those are the required officers.)* If there are any other officers, their names & titles. For all officers, please provide names, social security numbers, and Calif. drivers license numbers.
- _____ 7. Provide names, addresses, Social Security Numbers and percentage of share ownership of each shareholder. Identify any shareholders who will not be involved in running the business.
- _____ 8. Provide the name and address *(and account #, once set up)* of the corporation's bank accounts.
- _____ 9. Are there any governmental licenses or permits, or private party contract rights to be transferred to the corporation? Provide a copy of the current licenses, permits and contracts.
- _____ 10. Is there a pre-existing business to be transferred into the corporation?
 - a. Provide a list of what the business owns and what the business owes.
 - b. The name of the business, and whether it's a sole proprietorship or a partnership.
 - c. Will the ownership of the pre-existing business be the same as the corporation's?
- _____ 11. Will the corporation elect to be treated **for tax purposes only** as a sole proprietorship or a partnership? If not, when you do want the corporation's fiscal year to end?
- _____ 12. What will be contributed to the corporation as its initial capital? If machinery & equipment are to be contributed in addition to or instead of cash, provide a copy of the prior year's tax return for the business (with depreciation schedules), and a list of any additional contributions.
- _____ 13. What is the name, address and telephone number of your bookkeeper?
- _____ 14. If more than one shareholder, do you want to have a "shareholders' agreement?" This will enable you to determine in advance how to handle the departure of any shareholder.
- _____ 15. When will the corporation be having its annual shareholder and director meetings?
- _____ 16. Every corporation must have an individual formally designated as the person who is served with all lawsuits ("agent for service of process"). Who will that person be?
- _____ 17. Who will own what percentage of the capital? How will the profits be divided? Will there be any substantial loans to the corporation?