

INSTRUCTIONS

PLEASE TYPE OR PRINT LEGIBLY IN BLACK INK.

NOTE: This form is intended merely as a guide in the formation of a Minnesota corporation. It is not intended to cover all situations. If this form does not meet the specific needs and requirements of the corporation, the incorporators should draft their own articles.

ONLY Professional Corporations governed under Chapter 319B must include a statement that the MN firm elects to operate and acknowledges that it is subject to MN Statutes, Chapter 319B.01 to 319B.12, and list the professional service under Minnesota Statutes, Chapter [319B.02, subdivision 19](#), the corporation is authorized to provide.

ARTICLE I – Business Name: (Required) State the exact corporate name. A preliminary name availability search may be done by accessing our Website at www.sos.state.mn.us, under “Business Center”, “Online Services”, “Search”, or by calling our Business Information Line between 9:00am and 4:00pm, Monday through Friday at (651) 296-2803 or toll free at 1-877-551-6SOS (6767).

Corporations MUST choose one of the following words or abbreviation of these words as part of the name of the business: “Incorporated”; “Corporation”; “Limited”; or “Company”. Note: The word “company” cannot be immediately preceded by “and” or “&”.

Professional corporations MUST choose one of the following phrases, words or abbreviations as part of the name of the business: "Professional Corporation"; "Professional Service Corporation"; "Service Corporation"; "Professional Association"; "Chartered"; "Limited"; "P.C."; "P.S.C."; "S.C."; "P.A."; or "Ltd."

ARTICLE II – Registered Office and Agent: (Required) The Registered Office address is required. List the complete street address or rural route and rural route box number for the registered office address. Post office box numbers are NOT acceptable. This MUST be a Minnesota address. If you have a registered agent, list the full name of the agent located at the registered office address.

ARTICLE III – Shares: (Required) Corporations must be authorized to issue at least one share. State the number of shares the corporation will be authorized to issue.

ARTICLE IV – Incorporators: (Required) Only one incorporator is required. If there is more than one incorporator, state the name and complete address for each incorporator. A signature is required for each incorporator. List the incorporators on an additional sheet if there are more than two incorporators.

Filing Fee: \$160.00 Payable to the MN Secretary of State

FILE IN-PERSON OR MAIL TO:

Minnesota Secretary of State - Business Services
Retirement Systems of Minnesota Building
60 Empire Drive, Suite 100
St Paul, MN 55103

(Staffed 8:00 - 4:00, Monday - Friday, excluding holidays)

To obtain a copy of a form you can go to our web site at www.sos.state.mn.us, or contact us between 9:00am to 4:00pm, Monday through Friday at (651) 296-2803 or toll free 1-877-551-6SOS (6767).

All of the information on this form is public. Minnesota law requires certain information to be provided for this type of filing. If that information is not included, your document may be returned unfiled. This document can be made available in alternative formats, such as large print, Braille or audio tape, by calling (651)296-2803/voice. For a TTY/TTD (deaf and hard of hearing) communication, contact the Minnesota Relay Service at 1-800-627-3529 and ask them to place a call to (651)296-2803. The Secretary of State's Office does not discriminate on the basis of race, creed, color, sex, sexual orientation, national origin, age, marital status, disability, religion, reliance on public assistance or political opinions or affiliations in employment or the provision of service.