



# SECRETARY OF THE STATE OF CONNECTICUT

MAILING ADDRESS: COMMERCIAL RECORDING DIVISION, CONNECTICUT SECRETARY OF THE STATE, P.O. BOX 150470, HARTFORD, CT 06115-0470

DELIVERY ADDRESS: COMMERCIAL RECORDING DIVISION, CONNECTICUT SECRETARY OF THE STATE, 30 TRINITY STREET, HARTFORD, CT 06106

PHONE: 860-509-6003

WEBSITE: [www.concord-sots.ct.gov](http://www.concord-sots.ct.gov)

## APPLICATION FOR AMENDED CERTIFICATE OF AUTHORITY FOREIGN CORPORATION

USE INK. COMPLETE ALL SECTIONS. PRINT OR TYPE. ATTACH 8 1/2 X 11 SHEETS IF NECESSARY.

<b>FILING PARTY</b> (CONFIRMATION WILL BE SENT TO THIS ADDRESS):  NAME:  ADDRESS:   CITY:  STATE: _____ ZIP: _____	<b>FILING FEE:</b> <b>Stock - \$100</b> <b>Non-Stock - \$40</b>  <i>MAKE CHECKS PAYABLE TO "SECRETARY OF THE STATE"</i>	
<b>1. NAME OF CORPORATION IN ITS STATE OR COUNTRY OF FORMATION:</b>  		
<b>2. IF DIFFERENT FROM THE ABOVE, THE NAME UNDER WHICH CORPORATION TRANSACTS BUSINESS IN CONNECTICUT:</b>  		
<b>3. CHECK EITHER A. OR B.</b> <input type="checkbox"/> A. THE CORPORATION IS ORGANIZED FOR PROFIT <input type="checkbox"/> B. THE CORPORATION IS NONPROFIT		
<b>4. STATE/COUNTRY OF INCORPORATION:</b>  		
<b>5. DURATION: (CHECK ONE):</b> <input type="checkbox"/> PERPETUAL <input type="checkbox"/> OTHER    (SPECIFY) _____		
<b>6. THE CORPORATION HEREBY APPLIES FOR AN AMENDED CERTIFICATE OF AUTHORITY FOR THE FOLLOWING REASON(S):</b>  <input type="checkbox"/> A. THE NAME OF THE CORPORATION IN ITS STATE OR COUNTRY OF INCORPORATION HAS BEEN CHANGED TO _____  <input type="checkbox"/> B. THE NAME STATED IN ITEM A ABOVE IS UNAVAILABLE FOR USE IN CONNECTICUT. THE NAME UNDER WHICH THE CORPORATION SHALL TRANSACT BUSINESS IS _____  <input type="checkbox"/> C. THE STATE OR COUNTRY OF THE CORPORATION'S INCORPORATION HAS BEEN CHANGED TO _____  <input type="checkbox"/> D. THE CORPORATION'S DURATION HAS BEEN CHANGED _____		
<b>7. EXECUTION</b> DATED THIS _____ DAY OF _____, 20____		
NAME OF SIGNATORY (print or type)	CAPACITY/TITLE OF SIGNATORY	SIGNATURE

## **INSTRUCTIONS**

1. **NAME OF CORPORATION IN ITS STATE OR COUNTRY OF FORMATION:** Please provide the complete name of the corporation as it currently appears on the records of the Secretary of the State. Note: name changes should be reflected in item (6A) on the application.
2. **IF DIFFERENT FROM THE ABOVE, THE NAME UNDER WHICH THE CORPORATION TRANSACTS BUSINESS IN CONNECTICUT:** Please provide the name under which the corporation transacts business in this state only if it is different from the name under which it is incorporated.
3. **CHECK EITHER A. OR B.:** Indicate, by placing a check on the appropriate line, whether the corporation is organized for profit or whether the corporation is nonprofit. Note: this information may not be amended. It must match the designation made on the corporations Application for Certificate of Authority.
4. **STATE/COUNTRY OF INCORPORATION:** Please provide the corporation's state or country of incorporation. This must match the state or country of incorporation found in the corporation's records of the Office of the Secretary of the State. Note: any changes to the corporation's state or country of incorporation must be reflected in item (6C.) of the application.
5. **DURATION:** Please indicate whether the corporation has perpetual existence or is of a limited duration by placing a check mark next to the appropriate line. Note: if a check mark is placed next to "OTHER", the corporation must precisely specify the limit to its duration. Also, changes to the corporation's duration should be set forth in item (6D) on the application.
6. **THE CORPORATION HEREBY APPLIES FOR AN AMENDED CERTIFICATE OF AUTHORITY FOR THE FOLLOWING REASONS:** Please check and complete any of the appropriate amendment options.
  - A. Provide the new name of the corporation in its state or country of incorporation. Note: If the new name is distinguishable for the business names on record in the Office of the Secretary of the State, it will replace any name, including a fictitious name, on the corporation's certificate of authority.
  - B. If the name provided in A. is unavailable for use on the records of the Secretary of the State and the corporation does not have a certificate of authority under a fictitious name, please provide a name (which may be a fictitious name) that shall be used in the state of Connecticut by the corporation. This name must be distinguishable from all other business names on record in the Office of the Secretary of the State.

Note: Whenever a corporation adopts a fictitious name to transact business in this state, it must supply a copy of the resolution of its boards of directors, certified by its secretary, adopting the fictitious name. A corporation which has a fictitious name under a Certificate of Authority may not amend its certificate of authority to change that name.
  - C. If the corporation's state or country of incorporation has been changed, please indicate the new state or country of incorporation in the space provided. Make certain that the new state or country conforms with information provided on the certificate of legal existence submitted with the Application for Amended Certificate of Authority.
  - D. If the corporation's duration has been changed, provide the new duration in the space provided.
7. **EXECUTION:** The document must be executed by an authorized official of the corporation. That person must print or type their name, state the capacity under which they sign and provide a signature. The execution constitutes a legal statement under the penalties of false statement that the information provided in the document is true.

### **OFFICE OF THE SECRETARY OF THE STATE**

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**AMENDED CERTIFICATE OF AUTHORITY**

**FOREIGN CORPORATIONS**

**Filing Fee: Refer to Fee Schedule for amount due.**

Application for Amended Certificate of Authority. (a) A foreign corporation authorized to transact business in Connecticut must file this certificate if it changes its corporate name, state of incorporation or period of duration. (b) The corporation must also submit a certificate of legal existence with its Application for Amended Certificate of Authority.

PLEASE NOTE: if the corporation is amending its corporate name, a single certificate reflecting the name change must be submitted.

A foreign corporation using a fictitious name in this state may NOT amend its certificate of authority to change its fictitious name. Further, if a foreign corporation changes its name in its state of formation and such name change causes the corporation's real name to become available for use in Connecticut, the corporation may no longer hold a certificate of authority under the fictitious name. For further information regarding a foreign corporation's use of corporate name in this state, please refer to Conn.Gen. Stat. Section 33-925 for stock (for profit) corporation or Conn. Gen. Stat. Section 33-1215 for non-stock (non-profit) corporations.