



DEAN HELLER  
Secretary of State  
206 North Carson Street  
Carson City, Nevada 89701-4299  
(775) 684 5708  
Website: secretaryofstate.biz

## Instructions for Articles of Incorporation Close Corporation (PURSUANT TO NRS 78A)

**IMPORTANT: READ ALL INSTRUCTIONS CAREFULLY BEFORE COMPLETING FORM.**

1. **Name of the Corporation:** A name appearing to be that of a natural person and containing a given name or initials must not be used as a corporate name except with the addition of a corporate ending such as Incorporated, Inc., Limited, Ltd., Company, Co., Corporation, Corp. or other words that identifies it as not being a natural person. The name must be distinguishable from the names of corporations, limited-liability companies, limited partnerships, limited-liability limited partnerships, business trusts or limited-liability partnerships on file in the office of the Secretary of State. A name may be reserved, if available, for 90 days by submitting a name reservation form with a \$25.00 filing fee. For details you may call (775) 684-5708, visit [www.secretaryofstate.biz](http://www.secretaryofstate.biz), or write to the Secretary of State, 206 North Carson Street, Carson City NV. 89701-4201.
2. **Resident Agent.** Persons wishing to incorporate in the State of Nevada must designate a person as a resident agent who resides or is located in this state. Every resident agent must have a street address in this state for the service of process, and may have a separate mailing address such as a post office box, which may be different from the street address.
3. State the number of shares the corporation shall have the authority to issue with par value and its par value in appropriate space provided. State the number of shares without par value in the space provided for shares without par value.
4. Indicate whether the corporation elects to be run by a board of directors. If so, set forth their names and addresses. Use a separate 8 ½ x 11 sheet as necessary for additional directors. Directors must be at least 18 year of age.
5. If it appears from the name and/or purpose of the entity being formed that it is to be regulated by the Financial Institutions Division, Insurance Division, State Board of Professional Engineers and Land Surveyors, State Board of Accountancy or Real Estate Division, the application will need to be approved by the regulating agency before it is filed with the Office of the Secretary of State.
6. Names and addresses of the incorporators are required. Each incorporator must sign. Additional 8 ½ x 11 white sheet will be necessary if more than 2 incorporators.
7. Resident agent must complete and sign certificate of acceptance at bottom of form or attach a separate signed certificate of acceptance.
8. On a separate 8 ½ x 11, white sheet you may state additional information you wish to be part of the articles. This is an optional provision.

**\*\*\*IMPORTANT\*\*\***

**INITIAL LIST OF OFFICERS:** Pursuant to NRS 78.150, each corporation organized under the laws of this state shall, on or before the last day of the first day of the first month after the filing of its articles of incorporation, and annually thereafter, file its list of officers, directors and resident agent. The initial fee is \$125.00. Forms will be mailed to you upon the organization of your corporation and annually thereafter to the corporation's resident agent.

**COPIES:** You ***must*** send in the number of copies you would like certified and returned to you in addition to the original article to be filed. A filing fee of \$30.00 for each certification is required. Copies received without the required fee shall be returned uncertified. NRS 78.105 requires that a corporation receive at least one certified copy to be kept in the office of the resident agent. The Secretary of State keeps the original filing.

**FILING FEE:** Filing fee is based on the number of shares issued. Please see the attached fee schedule. Filing may be expedited for an additional \$125.00 expedite fee.

Filing may be submitted at the office of the Secretary of State or by mail at the following addresses:

**(Regular and Expedited Filings Accepted)**

Secretary of State  
New Filings Division  
206 N. Carson Street  
Carson City, NV 89701-4299  
775-684-5708 Fax 775-684-7138

**(Expedited Filings Only)**

Secretary of State-Satellite Office  
Commercial Recordings Division  
555 E. Washington Avenue, Suite 4000  
Las Vegas, NV 89101  
702-486-2880 Fax 702-486-2888



State of Nevada  
 Secretary of State  
 202 North Carson Street  
 Carson City, Nevada 89701-4201  
 Phone: (775) 684 5708  
 Website: [secretaryofstate.biz](http://secretaryofstate.biz)

**Profit Corporation Fee Schedule**  
**Effective 11-1-03**  
**Page 1**

**PROFIT CORPORATIONS INITIAL FILING FEE :** Pursuant to NRS 78, 80, 78A, and 89 Domestic and Foreign Corporations, Close Corporations and Professional Corporations.

Fees are based on the value of the total number of authorized shares stated in the Articles of Incorporation as prescribed by NRS 78.760:

\$75,000 or less	\$75.00
over \$75,000 and not over \$200,000	\$175.00
over \$200,000 and not over \$500,000	\$275.00
over \$500,000 and not over \$1,000,000	\$375.00
<b>OVER \$1,000,000</b>	
For the first \$1,000,000	\$375.00
For each additional \$500,000 - or fraction thereof	\$275.00
Maximum fee	\$35,000.00

For the purpose of computing the filing fee, the value (capital) represented by the total number of shares authorized in the Articles of Incorporation is determined by computing the:

- A. total authorized shares multiplied by their par value or;
- B. total authorized shares without par value multiplied by \$1.00 or;
- C. the sum of (a) and (b) above if both par and no par shares.

**Filing fees are calculated on a minimum par value of one-tenth of a cent (.001), regardless if the stated par value is less.**

**The 24-hour expedite fee for Articles of Incorporation for any of the above entities is \$125.00 in addition to the filing fee based upon stock.**

**The 2-hour expedite fee is \$500.00 in addition to the filing fee based upon stock.**

*PLEASE NOTE: the expedite fee is in addition to the standard filing fee charged on each filing and/or order.*

**24-HOUR EXPEDITE TIME CONSTRAINTS:**

Each filing submitted receives same day filing date and may be picked up within 24-hours. Filings to be mailed the next business day if received by 2:00 pm of receipt date and no later than the 2nd business day if received after 2:00 pm.

Expedite period begins when filing or service request is received in this office in fileable form.

The Secretary of State reserves the right to extend the expedite period in times of extreme volume, staff shortages, or equipment malfunction. These extensions are few and will rarely extend more than a few hours.



**DEAN HELLER**  
**Secretary of State**  
 202 North Carson Street  
 Carson City, Nevada 89701-4201  
 Phone: (775) 684 5708  
 Website: [secretaryofstate.biz](http://secretaryofstate.biz)

**Profit Corporation Fee Schedule**  
**Effective 11-1-03**  
**Page 2**

**OTHER PROFIT CORPORATION FEES:**

Articles of Association pursuant to NRS 89.210 (Professional Association)	\$75.00
Reinstatement Fee	\$300.00
Certificate of Amendment, minimum fee*	\$175.00
Certificate pursuant to NRS 78.209 (stock split), minimum fee*	\$175.00
Certificate pursuant to NRS 78.1955 (stock designation)	\$175.00
Amendment to Certificate pursuant NRS 78.1955 (stock designation)	\$175.00
Amendment of Modified Name	\$175.00
Restated Articles, minimum fee*	\$175.00
Certificate of Correction, minimum fee*	\$175.00
Certificate of Termination (includes filings pursuant to NRS 78.209, 78.380 and 78.390)	\$175.00
Termination Pursuant to NRS 92A	\$350.00
Articles of Merger* or Exchange	\$350.00
Dissolution of Corporation	\$75.00
Withdrawal of Foreign Corporation	\$75.00
Preclearance of any Document	\$125.00
Articles of Conversion – contact office for fee information	
Articles of Domestication – contact office for fee information	
Revival of Corporation – contact office for fee information	
<b>24-Hour Expedite fee for above filings</b>	<b>\$125.00</b>
Change of Resident Agent/Address	\$60.00
Resident Agent Name Change	\$100.00
Resignation of Director or Officer	\$75.00
Resignation of Resident Agent (plus \$1.00 for each additional entity listed)	\$100.00
Name Reservation	\$25.00
<b>24-Hour Expedite fee for above filings</b>	<b>\$25.00</b>
Apostille	\$20.00
Certificate of Good Standing	\$50.00
Initial List of Officers and Directors	\$125.00
Annual or Amended List of Officers and Directors	See Annual List Fee Schedule
Annual List of Officers and Directors (Professional Association)	\$125.00
<b>24-Hour Expedite fee for above filings</b>	<b>\$75.00</b>
Certification of Documents – per certification	\$30.00
Copies – per page	\$2.00
Late Fee for List of Officers	\$75.00

\*Fee will be higher if stock is increased a significant amount, according to the initial filing fee schedule on page 1 of the profit corporation fee schedule. Maximum fee for an increase in stock is \$35,000.00.

**2-Hour Expedite is available on all of the above filings at the fee of \$500.00 per item.**

**PLEASE NOTE:** the expedite fee is in addition to the standard filing fee charged on each filing and/or order.

**24-HOUR EXPEDITE TIME CONSTRAINTS:** Each filing submitted receives same day filing date and may be picked up within 24-hours. Filings to be mailed the next business day if received by 2:00 pm of receipt date and no later than the 2nd business day if received after 2:00 pm. Expedite period begins when filing or service request is received in this office in fileable form. The Secretary of State reserves the right to extend the expedite period in times of extreme volume, staff shortages, or equipment malfunction. These extensions are few and will rarely extend more than a few hours.



DEAN HELLER  
 Secretary of State  
 202 North Carson Street  
 Carson City, Nevada 89701-4201  
 Phone: (775) 684 5708  
 Website: [secretaryofstate.biz](http://secretaryofstate.biz)

**Copies and Certification Services  
 Fee Schedule  
 11-1-03**

The following is a list of copies and certification services and the associated fees. Fees are per document unless otherwise noted.

**SERVICE REQUESTED:**

Copies .....	\$2.00 per page
Certification of Document .....	\$30.00
Search .....	\$50.00
<b>Certificates:</b>	
Certificate of Existence (evidence of good standing – short form) ...	\$50.00
Certificate of Existence (listing amendments – long form).....	\$50.00
Certificate Evidencing Name Change.....	\$50.00
Certificate of Fact of Merger .....	\$50.00
Certificate of Default .....	\$50.00
Certificate of Revocation.....	\$50.00
Certificate of Dissolution .....	\$50.00
Certificate of Withdrawal.....	\$50.00
Certificate of Cancellation .....	\$50.00
Certificate of Non-Existence.....	\$50.00
Corporate Charter.....	\$50.00
Miscellaneous Certificates .....	\$50.00
Apostille (Hague Treaty Nations)/Certification (Non-Hague Treaty Nations)	\$20.00
Exemplification .....	\$50.00

**EXPEDITE SERVICE:**

Expedite service is available for copies, certificate and certification services. Fees for expedite service are in addition to the fees as listed above.

**24 Hour Expedite Service: *Order may be picked up or mailed out within 24-hours.***

<b>Copies:</b>	
1 to 10 pages .....	\$75.00
11 or more pages .....	\$125.00
<b>Certificates (per entity name &amp; and certificate type):</b>	
1 to 10 certificates .....	\$75.00
11 or more certificates .....	\$125.00
<b>Search:</b>	
Expedite fee on search only; additional expedite fee required for copies	\$25.00

**4-Hour Expedite Service: *Order may be picked up or mailed within 4-hours.***

<b><u>CERTIFICATES ONLY (per entity name &amp; certificate type):</u></b>	
1 or more certificates.....	\$125.00

**BASIC INSTRUCTIONS:**

1. All orders may be received in writing with fees enclosed at the above address. Telephone orders with payment by VISA or Mastercard may be called into our Customer Service Department at (775) 684-5708. Trust account and credit card customers may fax *expedite orders only* to (775) 684-5645. Trust account orders must be received on company letterhead.
2. Other than orders specified as a pick-up, all orders are mailed out via first-class mail, unless a prepaid envelope, express mail number or Federal Express number is provided.
3. We ***do not*** fax orders back to customers. Each order will be returned to one address only.