

## INSTRUCTIONS:

Using the attached sample as a guide, Articles of Incorporation must be drafted to include all required provisions and may include other provisions, such as the names and addresses of the initial directors, if those provisions are permitted under California law. The Secretary of State's Office, however, does not provide samples that include permissive provisions. The document **must** be typed with letters in dark contrast to the paper. Documents that would produce poor quality microfilm will be returned unfiled.

Article I – The Articles must include a statement of the name of the corporation, which name must be exactly as you want it to appear on the records of the Secretary of State.

Article II A – This **exact** statement is required by the California Corporations Code and cannot be modified.

Article II B – A statement describing the specific business of the corporation should be included.

Article III – The Articles must include a statement as to the name and California address of the initial agent for service of process. The designated agent, whether an individual or a corporation, **must** agree to accept service of process on behalf of the corporation prior to designation. A corporation cannot designate itself as its own agent for service of process. When designating another corporation as agent, that other corporation **must have previously filed** a Certificate Pursuant to [Section 1505](#), California Corporations Code, with the Secretary of State. When a corporate agent is used, the address of the designated corporation must be omitted.

(Articles IV, V, and VI are required by [Section 1353.5](#) of the California Civil Code.)

Article IV – This statement is required when forming a common interest development corporation.

Article V – The articles must include **one of three** possible statements: **(1)** the address of the association's business or corporate office, and that the office is on the site of the common interest development; **or (2)** the address of the association's business or corporate office, that the office is not on site, the nine-digit zip code, and the front street and nearest cross street of the common interest development; **or (3)** that the association has no business or corporate office.

Article VI – The Articles must include the name and address of the association's managing agent or a statement that the association has no managing agent.

Article VII – The Franchise Tax Board requires this language before state franchise tax exemption may be granted.

The Articles of Incorporation must be originally signed by an incorporator, or by directors, if initial directors have been named in the document. If directors are named, each director must both sign and acknowledge the articles. The names of incorporators or directors must be typed beneath their signatures.

The original and at least three copies of the Articles of Incorporation, together with the applicable fee, must be mailed or hand delivered to the Secretary of State's Office in Sacramento or hand delivered to the one of the branch offices located in Fresno, Los Angeles, San Diego or San Francisco. Branch offices do not process mailed in documents. If documents are submitted to a branch office, a duplicate original is also required.

To facilitate the processing of documents mailed to the Sacramento office, a self-addressed envelope and a letter referencing the corporate name as well as your own name, return address and telephone number should also be submitted.