Preferred format: Fill out in Word and email back to me as a .docx.

# Company name / trade name

Please provide me with your 1st, 2nd, and 3rd choice names for the enterprise. Sometimes the owner’s first choice name is not available, so having a backup on hand will expedite my name clearance search. The name of your corporation does not have to match your trade name. For example, you could be “ABC, Inc. doing business as XYZ” and then hang “XYZ” signs on your shop. The state would recognize you as ABC, Inc. but customers would know you by your trade name, XYZ.

Please note that the final company name must contain a designator such as Inc., Corp., or LLC. If we do not yet know which type of business enterprise you will form, I will finalize that designator with you later. Don’t worry about it today.

I will report back to you on my name clearance search. I will not file your articles of incorporation until I have secured your final authorization on the name.

|  |  |
| --- | --- |
| **Top three choices for company name** | **Top three choices for trade name**(if different from company name) |
| 1st choice:  | 1st choice: |
| 2nd choice: | 2nd choice: |
| 3rd choice: | 3rd choice: |

# Business address

If the business has a physical location (shop, office), please provide the street address. Otherwise, you can give a business owner’s home address.

There must be a street address; we can not just provide a PO Box.

Street address:

City:

Zip Code:

# Founders / Principals

Please provide the name, address, and intended role of all persons involved in forming the company. These will be the people who own and / or operate the company. You do not need to list employees or independent contractors. Copy and paste this question as many times as necessary. I will need an SSN from ALL shareholders if we will be forming an S-corp. Otherwise, I need the SSN for just one president.

## For Each Shareholder

Name:

Social security number:

Name and SSN of spouse if any:

If known, approx. how much money will this person be initially investing into the company? (You should invest most or all of any amount that you have earmarked or set aside for the company, as separate from your own personal funds).

What percent of the company will this person own?

Will this person participate in managing the company?

Street address or PO Box, if different from business address:

City:

Zip Code:

Is this shareholder a US citizen, legal permanent resident (green card holder), or neither?

Does this shareholder live in the US?

# Financial Information

## Statements

Please provide as much information as you can about your basic financial statements. If you have a profit and loss statement from the last full calendar year (as well as 2019, the last pre-pandemic year), that’s ideal. If you have not been in business that long, any projections are great too, especially if the projections are much different from the recent past or if you project fast growth. Here are the most important figures for me to know:

|  |  |  |  |
| --- | --- | --- | --- |
| **Figure** | **Definition** | **Value in last calendar year or 1st year projection** | **Value in 2019** |
| **Gross revenue** | Total retail receipts from customers |  |  |
| **Cost of goods sold (COGS)** | Your wholesale cost for the goods or services reflected in Gross revenue. If you mostly provide services, then this figure could be low or $0 |  |  |
| **Other expenses** | Payroll, contractors, rent, insurance, etc. |  |  |

## Baseline pay

Do you have any employees? If so, what is the highest annual income of an employee or contractor who is not an owner or manager?

# Other Misc. Info

## Stocks

If your business will be a corporation, I usually designate that it will issue 10,000 shares of one class of stock. If you prefer a different number, or if you would like to define different classes of stock, please describe.

## Close Corporation Information

Do any of the following apply to you? If the answer to any question is “Yes”, please explain.

We someday envision having more than 35 shareholders.

We someday envision having more than 100 shareholders.

We would like our stock to be publicly traded someday.

We would like the company to be managed by a board of directors that is outside the circle of shareholders.

If the answer to all questions is “No”, then you may have the option of filing as a close corporation. This would require a slightly more involved setup (you would have to agree in advance how the managers will divide the work between them), but it would eliminate the need for annual follow-up formalities. Let me know if you would like to choose this option.

## To obtain an EIN

Does your business own a truck with gross weight of 55,000 pounds or more?

Does your business involve gambling or wagering?

Does your business sell or manufacture alcohol, tobacco, or firearms?

Do you have, or do you expect to have, any employees who will receive Forms W-2 in the next 12 months? If so, how many?

## Businesses subject to excise tax

Do any of the following describe your goods or services?

|  |  |
| --- | --- |
| Cannabis | Fishing & hunting |
| Phone service | Foreign insurer or broker |
| Airplanes and ships | Oil refinery or gasoline removal |
| Coal mining | Ozone-depleting chemicals |
| Tires | Trucks & tractors |
| Import cars, electronics, foam | Unregistered bearer bonds or obligations |
| Vaccines | Structured settlement payment rights |

# Registered Agent

Each corporation or LLC is required to have a registered agent. This is a person who will stand in as the legal public point of contact for the company. Sometimes the registered agent receives important mail from government agencies, e.g. tax notifications. If any court or litigant serves process on the company, it will be served at the registered agent’s address during business hours. You may designate any person, whether inside or outside your company, including yourself. I offer my services as a registered agent for $100 / year. To weigh the pros and cons of serving as your own registered agent, I recommend this article:

<https://www.score.org/resource/should-you-hire-registered-agent-or-be-your-own>

Please let me know if you would like me to be your registered agent. If so, I will bill you each January 1 (and immediately, prorated for the first year). Otherwise, identify the registered agent here.

Name:

Street address: