

Client interview checklists for incorporation and corporate outfit

- A. Corporate formation checklist..... page 1
- B. Corporate Outfit checklist..... page 2
- C. Corporate checklist for IRS Employer Identification Number (EIN)..... page 3

A. Corporate formation checklist

1. Type of entity: For-profit Close for-profit Professional (PC) Close PC Nonprofit (NP)
2. Proposed corporate name and two alternatives. Use exact punctuation and spacing. For-profit and close names must include company, corporation, incorporated, limited, or an abbreviation. PC names must include professional corporation or an abbreviation. NPs require no special words.

_____ 40

_____ 40

_____ 40

3. Purpose: (Choose one.)
For-profit/Close: "any lawful purpose" (recommended) Non-standard clause attached
Professional: "the practice of _____" (profession)(required)
Nonprofit: IRS 501(c)(3) (recommended) 501(c)(3) plus purpose clause attached
 "any lawful purpose" not prohibited for NP purpose clause attached

For-profit, close, and professional corporations only:
4. Total authorized shares: 1 million (recommended) 1,000 other:
Par value: no par value \$1.00 par value other: \$

5. Registered agent and registered office **street** address:

6. Number of initial Directors: _____ (at least 3 for nonprofits; at least 1 for all other corporations)

7. Initial Directors' names and addresses (attach additional pages if needed):

8. Add optional clauses to the Certificate of Formation? (Check all that apply. Call for exact text.):
 Allow preemptive rights Allow cumulative voting Shareholder control (close corp only)
 Sub S 1244 stock Limit Director liability Buy-sell agreement Restrict sales to 35
 NP has no members Members control NP Limited duration: _____ years

9. Add your custom clause to the Certificate? No Yes, text attached

B. Corporate Outfit Checklist

10. Type of corporate outfit:

- Deluxe Customized **Fill in 1-20** (items 12-20 may be left blank)
 Standard **Fill in 1, 2, 4, 8, 10 and 11**

11. **For-profit, close, and professional corporations only:** Share certificates have signature lines for:

- President only Secretary and President other:

12. Initial principal place of **business** of the corporation (complete street address is best):

13. Organizational meeting: Date: _____ Time: _____ City: _____

14. Org. meeting: Chair: _____ Secretary: _____

15. Officers (President and Secretary required for all corporations. **In nonprofits only**, President and Secretary may not be the same person.):

Pres.: _____ Sec.: _____

VP: _____ Treas.: _____

Other: _____

Regular, close, and professional corporations only:

16. **Per-share** price of shares to be initially issued at organizational meeting: \$ _____

Shareholder name	Number of initial shares	Nature and value of payment for shares
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____

17. Banking Resolution (optional, but required by many banks):

a. Name and address of bank selected as company depository:

b. Name and title of each person to be authorized to draw on company accounts:

18. Any custom clauses or documents attached? No Yes, add to: Bylaws Minutes

19. Formation date (if known): _____ Filing number (if known): _____

20. Blanks (for attorney or client to fill in) to be indicated by: underlines (default) spaces

(continued)

C. Checklist for IRS Employer Identification Number (EIN)

21. Corporation name (if already known):

22. Mailing address for tax purposes:

23. Street address, if different:

24. Business phone:

Business fax (optional):

25. Principal officer's full name as it appears in Social Security records:

Social Security
number:

Title: President other:

26. Does the corporation plan to apply for Subchapter S status?

No Yes (You must also file IRS Form 2553 within 75 days. A copy is included in
Corporate Outfits.)

27. Closing month of accounting year: December other:

28. Highest number of employees expected in the next 12 months:

Agricultural:

Household:

Other:

29. Earliest date wages may be paid, if any employees are listed above:

30. Do you expect \$4,000 or less in wages this calendar year? Yes No

31. Type of business or activity (must specify):

32. Specific merchandise sold or services provided:
