

FEE: \$1.00 per \$1,000
On Authorized Capital
MINIMUM FEE: \$50

Certificate of Incorporation
(Profit)

File in duplicate

Print clearly

To the Secretary of State of the State of Oklahoma:

1. The name of this corporation is: _____ (Please refer to procedure sheet for statutory words required to be included in the corporate name).
2. The address of the registered office in the State of Oklahoma and the name of the registered agent at such address are: _____ (Name), _____ (Number and Street Address (Post Office Boxes are NOT acceptable)), _____ (City), _____ (County), _____ (Zip Code).
3. The duration of the corporation is: _____ (perpetual unless otherwise stated).
4. The purpose or purposes for which the corporation is formed are: _____.
5. The aggregate number of shares which the corporation shall have authority to issue, the designation of each class, the number of shares of each class, and the par value of the shares of each class are as follows:

Par Value Per Share (Or, if with-

Number of Shares	Series	out par value, so state)
Common _____	_____	_____
Preferred _____	_____	_____
Total No. Shares: _____		Total Authorized Capital: _____

6. If the powers of the incorporator(s) are to terminate upon the filing of the certificate of incorporation, the names and mailing addresses of the persons who are to serve as directors:

Mailing

Zip

Name	Address	City	State	Code
_____	_____	_____	_____	_____
_____	_____	_____	_____	_____
_____	_____	_____	_____	_____

7. The name and mailing address of the incorporator(s):

Mailing		Zip			
Name	Address	City	State	Code	
_____	_____	_____	_____	_____	_____
_____	_____	_____	_____	_____	_____
_____	_____	_____	_____	_____	_____

The Undersigned, for the purpose of forming a corporation under the laws of the State of Oklahoma does certify that the facts herein stated are true, and has accordingly hereunto set my hand this _____ day of _____, 19—.

Signature

Signature

Procedure for Organizing an Oklahoma Business Corporation

This outline is intended as an aid to incorporating an Oklahoma business corporation pursuant to the provisions of Title 18, Oklahoma Statutes, commonly known as the Oklahoma General Corporation Act. **PLEASE CONSULT THE ACT CAREFULLY.**

The Oklahoma General Corporation Act applies to all corporations except those expressly excluded and those for which special statutes are in existence with which the provisions of Title 18 may conflict. Special statutes cover guaranty and surety companies, banks, telegraph and telephone companies and cooperatives.

It may be to your benefit to contact the **INTERNAL REVENUE SERVICE** concerning federal tax requirements prior to filing with the Secretary of State.

STEPS OF PROCEDURE:

1. Prepare and file with the Secretary of State two signed certificates of incorporation.

2. Pay to the Secretary of State a filing fee of \$_____ per \$_____ on the total authorized capital (number of authorized shares multiplied by the par value); no par value stock is valued at \$_____ per share for determining filing fees only. **MINIMUM FEE:** \$_____ (Title 18, Sec. 1142)

3. Make checks payable to the Oklahoma Secretary of State. Instruments may be mailed or delivered in person. **The address of the Secretary of State is 101 State Capitol, Oklahoma City, Oklahoma 73105.**

INSTRUCTIONS FOR PREPARING CERTIFICATE OF INCORPORATION:

1. NAME—The name **MUST** contain one of the following words: association, company, corporation, club, foundation, fund, incorporated, institute, society, union, syndicate, or limited or one of the abbreviations "co.", "corp.", "inc.", "ltd.", or words or abbreviations of like import in other languages provided that such abbreviations are written in Roman characters or letters.

The name shall be such as to distinguish it upon the records in the office of the Secretary of State from the names of any other corporations, limited partnerships, limited liability companies, trade names or fictitious names, or corporate, limited partnership, or limited liability company names reserved with the Secretary of State.

You may check the **availability** of a name in advance by telephoning the Office of the Secretary of State office at **(405) 521-3911**, coming in person or by mail. Prior to incorporating, a name may be **reserved** for a period of sixty (60) days by filing a name reservation application and paying a fee of \$_____.

2. INCORPORATORS—Any person, partnership, association or corporation, singly or jointly with others, and without regard to his or their residence, domicile or state of incorporation, may incorporate or organize a corporation pursuant to the provisions of the Oklahoma General Corporation Act.

3. REGISTERED AGENT AND OFFICE—Pursuant to Title 18, Sec. 1021 and Sec. 1022, every corporation must maintain a registered office and a registered agent whose address is **identical** to the registered office address. The agent may be either an individual, a domestic corporation, which may be itself, or a foreign corporation authorized to transact business in this state.

4. PURPOSE—It shall be sufficient to state, either alone or with other businesses or purposes, that the purpose of the corporation is **to engage in any lawful act or activity for which corporations may be organized under the general corporation law of Oklahoma**, and by such statement all lawful acts and activities shall be within the purposes of the corporation, except for express limitations, if any.

5. DURATION—All domestic corporations may have a perpetual duration unless otherwise stated. (Title 18, Sec. 1006)

(SOS FORM 0001–7/94)

The foregoing form was included for instructions. A form suitable for filing follows.

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(Profit)

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To the Secretary of State of the State of Oklahoma:

1. The name of this corporation is: _____.
2. The address of the registered office in the State of Oklahoma and the name of the registered agent at such address are:
3. The duration of the corporation is perpetual.
4. The purpose or purposes for which the corporation is formed are:
5. The aggregate number of shares which the corporation shall have authority to issue, the designation of each class, the number of shares of each class, and the par value of the shares of each class are as follows:

	Par Value Per Share	
	(Or, if with-	
Number of Shares	Series	out par value, so state)

Common _____

Preferred _____

Total No. Shares: _____ Total Authorized Capital: _____

6. If the powers of the incorporator(s) are to terminate upon the filing of the certificate of incorporation, the names and mailing addresses of the persons who are to serve as directors:

Mailing				Zip
Name	Address	City	State	Code
_____	_____	_____	_____	_____
_____	_____	_____	_____	_____
_____	_____	_____	_____	_____

7. The name and mailing address of the incorporator(s):

Mailing		Zip		
Name	Address	City	State	Code
_____	_____	_____	_____	_____
_____	_____	_____	_____	_____
_____	_____	_____	_____	_____

The Undersigned, for the purpose of forming a corporation under the laws of the State of Oklahoma does certify that the facts herein stated are true, and has accordingly hereunto set my hand this _____ day of _____, _____.

Signature

Signature