



**ARTICLES OF INCORPORATION - NORTH DAKOTA BUSINESS  
OR FARMING CORPORATION**  
NORTH DAKOTA SECRETARY OF STATE  
SFN 16812 (6-89)

SEE PAGE 4 FOR FILING AND MAILING INSTRUCTIONS

FOR OFFICE USE ONLY

Validation #

FILE NO. \_\_\_\_\_

We, the undersigned natural persons of the age of eighteen years or more, acting as incorporators of a corporation organized under North Dakota \_\_\_\_\_ Corporation Act, adopt the following Articles of Incorporation for such Corporation:

Article 1. The name of said Corporation shall be: \_\_\_\_\_

\_\_\_\_\_

Article 2. The period of its duration is perpetual, OR \_\_\_\_\_

Article 3. The purpose for which the Corporation is organized are general business purposes, OR:

**Article 4.**

<b>A. Aggregate number of shares the corporation has authority to issue</b>		
<b>B. Par value per share authorized by corporation</b>		
<b>C. If shares are divided into classes, they are identified as follows:</b>		
<b>CLASS</b>	<b>NO. OF SHARES</b>	<b>PAR VALUE PER SHARE</b>

**Article 5.**

<b>A. Name of Registered Agent</b>			
<b>B. Social Security or Federal ID # of Registered Agent</b>			
<b>C. Address of Registered Office</b>	<b>City</b>	<b>State</b>	<b>Zip Code</b>
<b>D. Address of Executive Office (if different than "C")</b>	<b>City</b>	<b>State</b>	<b>Zip Code</b>
<b>E. The articles of incorporation are accompanied by a signed consent of the registered agent with a filing fee of \$</b>			

**Article 6.** Other provisions by which this corporation shall be governed: (If none, insert "none")

**Article 7. A.** The name, social security number, and address of each incorporator:

NAME	SOCIAL SECURITY NUMBER	ADDRESS	CITY	STATE	ZIP

**B. SIGNATURES**

I (We), the above named incorporator(s), have read the foregoing Articles of Incorporation, know the contents, and believe the statements made therein to be true.

Dated \_\_\_\_\_, 19\_\_\_\_


**8. FEES:**

Filing .....	\$
Consent of Registered Agent .....	\$
Minimum License Fee .....	\$
Additional License Fees .....	
(Equal to \$      for every additional	
\$      in excess of \$      )	
SEE INSTRUCTIONS ON PAGE 4.	

**OFFICE USE ONLY**

Certificate No.
Date Filed
Fee Paid
Filed By

## INSTRUCTIONS

Articles of incorporation for business and farm corporations are filed pursuant to the provisions of Chapter 10-19.1 of the North Dakota Century Code. Farm corporations are also subject to the provisions of Chapter 10-06 of the North Dakota Century Code. Specify in the paragraph preceding Article 1 whether the corporation is a business corporation or a farm corporation. Articles of Incorporation, and the consent of the registered agent must be submitted in duplicate original format, two forms of each bearing original signatures

**ARTICLE 1.** The corporate name must be in the English language. It must contain the word "corporation", "company", "incorporated", or "limited", or an abbreviation of one of such words, but that word or abbreviation may not be immediately preceded by the word "and" or the character "&". The corporate name cannot be the same as, or deceptively similar to, any other corporate name, trade name, limited partnership name, fictitious partnership name, trademark, or any name reserved in the office of the Secretary of State. A filing in the same or similar name is only permitted if articles of incorporation are submitted with the signed consent of the alternate name holder. That consent is required in duplicate originals with an additional filing fee of \$

**ARTICLE 2.** Corporations are afforded perpetual existence by law, however, should limited existence be intended, specify the date on which the corporate existence is to expire.

**ARTICLE 3.** Articles of incorporation can be filed with general business purposes. If specific purposes are intended, specify those purposes in this section

### ARTICLE 4

- A Give the aggregate, or total, number of shares being authorized
- B Give the par value authorized for each share, or if the shares are being authorized without par value, state "None" in this section.
- C If shares are being classified in different classes or series, summarize the shares by class, the number of shares in each class, and the par value of each class.

### ARTICLE 5

- A A corporation must continuously maintain a registered agent. That agent may be an individual residing in North Dakota, another domestic corporation, or a foreign corporation authorized to transact business in North Dakota. A corporation cannot serve as its own registered agent.
- B The social security number of the individual, or the Federal ID number of the corporation, appointed as the registered agent is required.
- C The address of the registered office must be the business address of the registered agent. A registered office need not be the same as the principal place of business or the principal executive office of the corporation. A complete physical address is required for service of process. If that address does not serve as the mailing address, a post office address is required to insure delivery of all legal notices and reports
- D The address of the corporation's principal executive office is required.
- E The signed consent of the registered agent to serve in that capacity must accompany the articles of incorporation. The consent must be submitted in duplicate originals, two forms bearing original signatures.

**ARTICLE 6.** This article provides special provisions, if any, to govern the corporation in the absence of bylaws, or unless otherwise modified in the articles of incorporation

### ARTICLE 7

- A A corporation may be incorporated by one or more natural persons of the age of eighteen years or more. Corporations cannot serve as incorporators. Give the names of the incorporators, their social security numbers, and complete mailing addresses
- B All incorporators listed in Article 7A must sign the articles of incorporation.

- 8 FEES** The minimum fee to incorporate is \$ which includes the filing fee of \$ ; the consent of agent filing fee of \$ , and the minimum license fee of \$ . License fees are computed by multiplying the number of shares by the authorized par value, or by \$ if shares are authorized without par value. License fees are equal to \$ or every \$ of capitalization, or fraction, except that all corporations are subject to a minimum of \$ in license fees for \$ when they incorporate.

**MAILING INSTRUCTIONS** Send duplicate originals of the articles of incorporation, the consent of the registered agent, and fees to:

Secretary of State  
Capitol Building  
600 E. Boulevard Avenue  
Bismarck, ND 58505-0500

### SPECIAL NOTE

All corporations must file an annual report in order to maintain their corporate existence. Business corporations must file their first annual report on or before August 1st in the year following that in which their certificate of incorporation was issued. Farm corporations must file their first annual report on or before April 15th in the year following that in which their certificate of incorporation was issued.

Additional information or forms may be obtained by contacting the Corporations Division of the Secretary of State's Office at 701-224-4284 or writing to the address given above. The Secretary of State's Office has telecopier service available (701-224-2992).