

**INCORPORATION/LIMITED LIABILITY  
COMPANY/PARTNERSHIP / OR  
SOLE PROPRIETORSHIP FORMATION  
CHECKLIST**

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1. Type of Entity Desired:

- Sole Proprietorship
- Limited Liability Company
- Corporation
  - Subchapter C
  - Subchapter S
  - Non-profit
- Partnership

2. Names and addresses of Incorporator(s)/Organizer(s) / Partners / Owner (How do they usually sign name to legal documents?) : \_\_\_\_\_

If attorney is an incorporator/organizer, etc., then must later identify the Members by a separate document. \_\_\_\_\_

3. Name of Entity (If LLC, must have "LLC" at end of name; If corporation, must have "Ltd.," "Co.," "Corp.," "Inc." or the same words spelled out at end of name; If Limited Liability partnership, must have "LLP." at end of name.)

CAVEAT: Check name for availability in corporate names database at <http://www.state.nc.us/secstate/> (For NC Corps) or <http://www.sunbiz.org/> for Florida Corporations before going any further. Tell client that you are *only* checking the name on the Secretary of State's online database and its latest update date to ensure that the name is available as a corporate name for use in the state. Be sure that client understands that this is **not** a full trademark availability search and that there may be others using the name in the state or elsewhere who may later have a claim of infringement against the client. However, we are not performing trademark services. If the client has a question about the trademark clearance of this name, s/he should contact a trademark attorney for a full trademark clearance search or consider changing the name so that it is primarily his/her surname and/or merely descriptive of the goods/services being offered under the name. STATE TRADEMARK REGISTRATION SERVICES ARE OFFERED IF WANTED. In Florida, multiple companies *can* have the LLC name, but not the same corporate name.

4. Duration of entity:

- Corporation: Always Perpetual
- LLC: \_\_\_\_\_ (may be perpetual).
- Partnership: \_\_\_\_\_ (i.e. death or addition of partner, perpetual, at specific date, upon termination as agreed, etc.)
- Sole Proprietorship: N/A

5. Purposes of Entity: \_\_\_\_\_  
(usually, "any legal purpose," however, watch professional entities and non-profits.)

6. Number and type of shares to be issued (Corporations *only*) : \_\_\_\_\_ (usually 100,000 Common)

7. Division of ownership / control among owners (LLC, Partnership, or for-profit Corporations):  
\_\_\_\_\_ shares to \_\_\_\_\_  
\_\_\_\_\_ shares to \_\_\_\_\_  
\_\_\_\_\_ shares to \_\_\_\_\_  
\_\_\_\_\_ shares to \_\_\_\_\_

***For SS-4 and other IRS documents:***

I authorized you to use my Social Security Number \_\_\_\_\_ to obtain an EIN for the new entity: \_\_\_\_\_ Printed Name: \_\_\_\_\_

8. Street Address of initial REGISTERED Office of the entity (including county): \_\_\_\_\_  
\_\_\_\_\_

9. Mailing Address of the initial REGISTERED Office of the entity: \_\_\_\_\_  
\_\_\_\_\_

10. Street Address of the initial PRINCIPAL Office of the entity: \_\_\_\_\_  
\_\_\_\_\_

11. Mailing Address of the initial PRINCIPAL Office of the entity: \_\_\_\_\_  
\_\_\_\_\_

12. Name of the initial Registered Agent: \_\_\_\_\_

13. Number of initial Board of Directors (require 3 for Florida non-profits): \_\_\_\_\_

14A. If LLC,

Member managed? *or*

Manager managed?

*Make sure this is included in the Articles of Organization.*

14B. If non-profit corporation, will it have members?

Yes *or*

No

*Make sure this is included in Articles of Incorporation.*

15. Names and addresses of the initial Board of Directors (corporation) / Members (LLC):

Director/Member 1:

Name: \_\_\_\_\_

Address: \_\_\_\_\_

Director/Member 2:

Name: \_\_\_\_\_

Address: \_\_\_\_\_

Director/Member 3:

Name: \_\_\_\_\_

Address: \_\_\_\_\_

Director/Member 4:

Name: \_\_\_\_\_

Address: \_\_\_\_\_

Director/Member 5:

Name: \_\_\_\_\_

Address: \_\_\_\_\_

OFFICERS (not required for LLC's):

President: \_\_\_\_\_

Vice President: \_\_\_\_\_

Secretary: \_\_\_\_\_

Treasurer: \_\_\_\_\_