



JAMES C. KIRKPATRICK
STATE INFORMATION CENTER
(573) 751-4936

ROBIN CARNAHAN
SECRETARY OF STATE
STATE OF MISSOURI

CORPORATIONS
(573) 751-4153

**INSTRUCTIONS FOR
APPLICATION FOR CERTIFICATE OF AUTHORITY
TO DO BUSINESS IN MISSOURI**

A foreign corporation may not transact business in Missouri until it obtains a certificate of authority. Before applying for a certificate to do business in Missouri, you may wish to review Section 351.572. RSMo, available online at www.sos.mo.gov/business/corporations/statutes.asp. Section 351.572 RSMo describes activities that are not considered transacting business within the meaning of this statute and its requirement. If you are exempt, you may still be responsible for filings with other agencies.

Enclosed are forms to be used to apply for a certificate of authority. In completing the form, the following will assist you:

1. You must use the forms provided by the Missouri Secretary of State's Office, as required by law.
2. Forms must be accompanied by a current (dated within 60 days) "Certificate of Good Standing/Existence" from the parent state. This must be an original with original seals and signatures. This certificate can be obtained from the parent state's Secretary of State or authority which issues corporate charters; normally a fee is charged by the parent state for issuing this certificate.
3. The filing fee for a certificate of authority is \$155. (Checks should be made payable to Director of Revenue.)
4. By law, the corporation must list a registered agent and the agent's address in Missouri. The registered agent may be an individual or a corporation registered in Missouri. A corporation may not serve as its own registered agent.
5. The necessary documents should be sent to Secretary of State, Corporations Division, P.O. Box 778, Jefferson City, MO 65102. For express mailings which require a street address, use 600 West Main, Jefferson City, MO 65101.

If you have any questions, please contact us toll-free at (866) 223-6535.

Best Regards,

Robin Carnahan
Secretary of State



State of Missouri

Robin Carnahan, Secretary of State

Corporations Division
PO Box 778 / 600 W. Main St., Rm. 322
Jefferson City, MO 65102

Application for Certificate of Authority For a Foreign For-Profit Corporation

(Submit with filing fee of \$155.00)

1. The corporation's name is _____
and it is organized and existing under the laws of _____

2. The name it will use in Missouri is _____

3. The date of its incorporation was _____, and the period of its duration is _____
month/day/year

4. The address of its principal place of business is _____
Address *City/State/Zip*

5. The name and physical address of its registered agent and office in the State of Missouri is

Name *Address* *City/State/Zip*

6. The specific purpose(s) of its business in Missouri are: _____

7. The name of its officers and directors and their business addresses are as follows:

| Officers | <i>Name</i> | <i>Address</i> | <i>City/State/Zip</i> |
|-----------------|-------------|----------------|-----------------------|
| President | _____ | _____ | _____ |
| Vice President | _____ | _____ | _____ |
| Secretary | _____ | _____ | _____ |
| Treasurer | _____ | _____ | _____ |

Board of Directors

- Director _____
- Director _____
- Director _____
- Director _____
- Director _____

(Please see next page)

| |
|--|
| Name and address to return filed document: |
| Name: _____ |
| Address: _____ |
| City, State, and Zip Code: _____ |

Missouri Revised Statutes

Chapter 351 General and Business Corporations Section 351.572

August 28, 2008

Authority to transact business required.

351.572. 1. A foreign corporation may not transact business in this state until it obtains a certificate of authority from the secretary of state.

2. The following activities, among others, do not constitute transacting business within the meaning of subsection 1 of this section:

- (1) Maintaining, defending, or settling any proceeding;
- (2) Holding meetings of the board of directors or shareholders or carrying on other activities concerning internal corporate affairs;
- (3) Maintaining bank accounts;
- (4) Maintaining offices or agencies for the transfer, exchange, and registration of the corporation's own securities or maintaining trustees or depositories with respect to those securities;
- (5) Creating or acquiring indebtedness, mortgages, and security interests in real or personal property;
- (6) Securing or collecting debts or enforcing mortgages and security interests in property securing the debts;
- (7) Conducting an isolated transaction that is completed within thirty days and that is not one in the course of repeated transactions of a like nature;
- (8) Transacting business in interstate commerce.

3. The list of activities in subsection 2 of this section is not exhaustive.

(L. 1990 H.B. 1432)

CROSS REFERENCE:

Foreign registered limited liability partnership not deemed to be transacting business in this state under corporate laws, RSMo 347.163

Registered Agents

A registered agent may either be an individual who is a resident of Missouri or it may be a corporation authorized to transact business in Missouri. The registered agent's business office address must be a physical address located in Missouri.

As required by law, the SOS office sends notices, reminders, and correspondence to the registered agent at the registered office address. The registered agent is designated by law to receive service of process and legal notices on behalf of the business entity.

A post office box, UPS mailbox, or other rented mailbox is NOT allowed as a registered office address. The registered agent must be physically located at the registered office address.

Anyone meeting the above criteria may serve as a registered agent. The following represents a listing of the service companies that, as a part of their business, offer to act as a registered agent for a new business formation. If you would like to use their registered agent services, please contact the company in advance of completing a limited liability company filing. These companies charge a fee to use their services.

Registered Agents/Service Companies

\$49 REGISTERED AGENT SERVICES, INC.

Todd A. Campbell, CPA, Attorney
5740 Osage Beach Parkway, Ste. 1005
Osage Beach, MO 65065
Telephone: (573) 348-2050 / FAX: (573) 693-7024
Email: michelle@campbelltaxlaw.com

0 MISSOURI AGENTS, INC.

200 NE Missouri Rd., Ste. 298
Lee's Summit, MO 64086
Telephone: (816) 607-4926
Email: registeredagentservices@missouriregisteredagent.com
Website: www.MissouriRegisteredAgent.com

007 AGENTS FOR BUSINESS, INC.

2531 Burchard Dr.
St. Louis 63136
Toll free: (877) 600-7007
Telephone: (314) 368-7570 / FAX: (314) 266-0235
Email: Info@007AgentsForBusiness.com

AAA AGENT SERVICES, INC.

222 E. Dunklin, Ste. 102
Jefferson City, MO 65101
Telephone: (573) 634-3894 / FAX: (573) 634-5159
Email: jcfiling@embarqmail.com

ACCOUNTAX, INC.

11420 Gravois Rd.
St. Louis, MO 63126
Telephone: (314) 842-1313 / FAX: (314) 842-7045
Email: greg@accountax-stl.com
Website: www.accountax-stl.com

AGENT SERVICES, INC.

106 E. Main St., PO Box 203
Lincoln, MO 65338
Toll free: (800) 371-9430 / FAX: (660) 547-9922
Email: info@paperworkplace.com

ALETA GRIMES MITCHELL

1343 Hoffman Dr.
Jefferson City, MO 65101
Telephone: (314) 368-7570
Email: aletagrimesmitchell@gmail.com

BARBARA D. GIER

13110 Gier Ln.
Russellville, MO 65074
Telephone: (573) 782-3931 / FAX: (573) 782-3831
Email: gier@socket.net

BUSINESS FILINGS INTERNATIONAL, INC.

120 S. Central Ave., Ste. 400
Clayton, MO 63105
Toll free: (800) 981-7183

CAPITOL CORPORATE SERVICES, INC.

222 E. Dunklin, Ste. 102
Jefferson City, MO 65101

CORPORATE CREATIONS NETWORK, INC.

1001 Craig Rd. #260
St. Louis, MO 63146
Toll free: (800) 672-9110 / Telephone: (314) 667-5376
Website: www.corporatecreations.com

CORPORATE FILING SOLUTIONS, INC.

5860 E. Osage Ridge Ln.
Columbia, MO 65201
Telephone: (888) 237-3410 / FAX: (888) 331-0558
Email: customerservice@filingsmadeeasy.com
Website: www.filingsmadeeasy.com

CS AGENT SERVICES, INC.

9630 Clayton Rd.
Ladue, MO 63124
Telephone: (314) 442-0368 / FAX: (314) 535-2755

CSC-LAWYERS INCORPORATING SERVICE CO.

221 Bolivar St.
Jefferson City, MO 65101
Toll free: (800) 927-9800
Email: csrcontact@cscinfo.com
Website: www.incspot.com

CSGS REGISTERED AGENT, INC.

7701 Forsyth, 12th Fl.
St. Louis, MO 63105
Telephone: (314) 505-5464 / FAX: (314) 505-5465
Email: cavicchia@capessokol.com

CT CORPORATION SYSTEM

120 S. Central Ave.
Clayton, MO 63105
Telephone: (314) 863-5545

DANIEL R. JONES, ATTORNEY AT LAW, P.C.

1234 S Willow Ave.
Independence, MO 64052
Telephone: (816) 252-0205 / FAX: (816) 326-0110
Email: Dan@dlawkc.com
Website: www.dlawkc.com

DEAN R. SPECKER, CPA, EA

Central Financial Services
501 B E. Young Ave.
Warrensburg, MO 64093
Telephone: (660) 747-9511
Cell: (816) 661-1790
FAX: (660) 747-9551

GLOBAL ENTERPRISE SERVICES, INC.

703 S. Main St., Ste. A
Chaffee, MO 63740-1011
Telephone: (573) 887-3399 / FAX: (573) 887-3388

INCorp SERVICES, INC.

2847 S. Ingram Mill Rd., Ste. A100
Springfield, MO 65804
Telephone: (702) 866-2500 / FAX: (702) 866-2689
Website: www.incorp.com

INCORPORATING SERVICES, LTD

13110 Gier Ln.
Russellville, MO 65074
Contact: Wanda Blankenship
Toll free: (800) 346-4646
Email: orders@INCserv.com
Website: www.INCserv.com

JEFF CITY FILING, INC.

222 E. Dunklin, Ste. 102
Jefferson City, MO 65101
Telephone: (573) 634-3894 / FAX: (573) 634-5159
Email: jeffcityfiling@embarqmail.com

LISA C. WRIGHT, CPA

5860 E. Osage Ridge Ln.
Columbia, MO 65201
Telephone: (573) 474-4961 / FAX: (573) 474-4961
Email: lcw@lisacwrightcpa.com
Website: www.lisacwrightcpa.com

LYNN RICCI

Ricci - Law - Group
1200 S. Big Bend Blvd.
St. Louis, MO 63117
Telephone: (314) 647-1200 / FAX: (314) 647-8816
Email: lynn@ricci-law.com
Website: www.ricci-law.com

MBC BUSINESS SERVICES, INC.

903 E. 104th, #610A
Kansas City, MO 64131
Telephone: (816) 585-7322 / FAX: (816) 941-6666
Email: mbcservices@gmail.com
Website: www.mbcbusinessservices.com

MISSOURI BUSINESS SERVICES, INC.

1650 Des Peres Rd., Ste. 150
St. Louis, MO 63131
Toll free: (877) 323-7171
Telephone: (314) 822-7171 / FAX: (314) 822-7177
Email: customerservice@MObusinesslawcenter.com
Website: www.MObusinesslawcenter.com

MISSOURI CORPORATE SOLUTIONS, INC.

2101 Corona Rd., Ste. 203
Columbia, MO 65203
Telephone: (573) 256-8989 / FAX: 256-5044
Email: missouricorporate@gmail.com

NATIONAL CORPORATE RESEARCH, LTD.

222 E. Dunklin, Ste. 102
Jefferson City, MO 65101
Toll free: (888) 883-6300 / FAX: (217) 788-2804
Email: info@nationalcorp.com

NATIONAL REGISTERED AGENTS, INC.

300 B E. High St.
Jefferson City, MO 65101
Telephone: (800) 550-6724
Email: info@registeredagent.com
Website: www.registeredagent.com

NORTHWEST REGISTERED AGENT SERVICE, INC.

200 NE Missouri Rd.
Lee's Summit 64086
Telephone: (509) 768-2249
Email: Sales@northwestregisteredagent.com
Website: www.northwestregisteredagent.com

OPTIMAL AGENT SERVICES, INC.

36 Four Seasons, Ste. 250
Chesterfield, MO 63017
Telephone: (314) 308-2900

PACIFIC REGISTERED AGENTS, INC.

150 White Oak Rd.
Seligman, MO 65745
Toll free: (800) 535-4828
Email: cfmcfm@earthlink.net

PARACORP INCORPORATED

210 E. High St.
Jefferson City, MO 65101-3207
Toll free: (800) 533-7272
Email: paracorp@parasec.com
Website: www.parasec.com

PAT MILLER CORPORATE FILING SERVICE, INC.

601-A Scott Valley Ct.
Jefferson City, MO 65101
Telephone: (573) 635-3252 / FAX: (573) 635-3252

PERRYMAN AND ASSOCIATES, INC.

3000 E. Division St., Ste. A
Springfield, MO 65802
Telephone: (866) 994-4400
Email: steve@perrymancpa.com

P W P, INC.

That PAPER-WORK PLACE

106 E. Main St., PO Box 308
Lincoln, MO 65338
Toll free: (800) 371-9430
Website: www.paperworkplace.com
Website: info@paperworkplace.com

RAYMOND LAMPERT

2847 S. Ingram Mill Rd., Ste. A-100
Springfield, MO 65804
Telephone: (417) 886-3330 / FAX: (417) 886-8186
Email: lampert343@hotmail.com

REBMAN, LINHARES & BEACHEM A PROFESSIONAL CORPORATION

8000 Maryland Ave., Ste. 1060
St. Louis 63105-3762
Telephone: (314) 725-1118 / FAX: (314) 725-1026
Website: www.riblaw.net

REGISTERED AGENTS, INC.

200 NE Missouri Rd., Ste. 298
Lee's Summit 64086
Telephone: (509) 768-2249
Email: Sales@northwestregisteredagent.com
Website: www.northwestregisteredagent.com

REGISTERED AGENT SOLUTIONS, INC.

3225-A Emerald Ln.
Jefferson City, MO 65109
Toll free: (888) 705-7274 / FAX: (888) 706-7274
Email: jgovernor@rasi.com
Website: www.rasi.com

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5740 Hwy. 54, Ste. 1005
Osage Beach, MO 65065
Telephone: (573) 348-2050 / FAX: (573) 693-7024
Email: michelle@campbelltaxlaw.com

UNITED CORPORATE SERVICES, INC.

Elm Court Plaza
1739 E. Elm St., Ste. 101
Jefferson City, MO 65101