



**NORTH DAKOTA  
PROFESSIONAL CORPORATION  
ARTICLES OF INCORPORATION**  
SECRETARY OF STATE  
SFN 13002 (07-2008)

FOR OFFICE USE ONLY

ID Number:	
WO Number:	
Filed:	By:

**FILING FEE:** \$ 100.00     **ATTACHMENT:** Articles of Incorporation must be accompanied by a certificate from the regulating board of the profession involved certifying that each of the directors and shareholders are licensed to practice the profession

The undersigned natural persons of the age of eighteen years or more, acting as incorporators, adopt the following Articles of Incorporation according to North Dakota Century Code, Chapter 10-31.

TYPE OR PRINT LEGIBLY

SEE REVERSE SIDE FOR FEES, FILING AND MAILING INSTRUCTIONS.

<b>Article 1.</b> Name of Corporation		
<b>Article 2.A.</b> Name of <u>commercial</u> registered agent in <u>North Dakota</u> <b>OR</b> <b>2.B.</b> Name of <u>noncommercial</u> registered agent in <u>North Dakota</u>		
<b>2.C.</b> Address of <u>noncommercial</u> registered agent in <u>North Dakota</u> : (Street/RR, PO Box, City, State, Zip+4) <b>May not be only a post office box.</b>		
<b>Article 3.</b> The corporation shall be effective: (check one) <input type="checkbox"/> When filed with the Secretary of State <input type="checkbox"/> Later on _____ <span style="margin-left: 500px;">(month, day, year)</span>		
<b>Article 4.</b> The profession to be practiced by the professional corporation		
<b>Article 5.A.</b> Aggregate number of shares the corporation has authority to issue		<b>B.</b> Par value per share authorized by corporation
<b>C.</b> If shares are divided into classes, they are classified as follows		
Class	Number of Shares	Par Value per share
<b>Article 6.</b> Other provisions elected for inclusion		
<b>Article 7.</b> The names and residence addresses of all original shareholders who will practice the profession		
NAME	Street/RR	PO Box
	City	State
		Zip+4
<b>Article 8.</b> The name and address of each incorporator		
NAME	Street/RR	PO Box
	City	State
		Zip+4
"The above named incorporators, have read the foregoing Articles of Incorporation, know the contents, and believe the statements made therein to be true. I further authorize the Secretary of State to correct Articles 2A or 2B if not correctly reflected."		
Signature		Date
Signature		Date
Name of person to contact about this document	E-Mail Address	Daytime telephone Number and extension, if any

## NORTH DAKOTA PROFESSIONAL CORPORATION ARTICLES OF INCORPORATION

North Dakota Century Code, Chapter 10-31 allows the formation of a professional corporation. A corporation is established when articles of incorporation are filed with the Secretary of State or at a later date as specified in the Articles of Incorporation.

**FILING FEE:** \$100.00. If the corporation selects a corporate name that is the same as or deceptively similar to the name of another organization name registered with the Secretary of State, an additional \$10 is required for filing each consent to use of name. (Checks must be payable to "Secretary of State" and must be for U.S. negotiable funds. Payment may also be made by credit card using VISA, Master Card, or Discover.)

**ATTACHMENT:** A professional corporation must support the Articles of Incorporation with a certificate from the regulatory board of the profession involved certifying that each of the directors and shareholders are licensed to practice the profession. A copy of an individual's professional license is not acceptable.

The sentence immediately above article 1 is declaring the incorporators as being eighteen years of age and governance under North Dakota Century Code, Chapter 10-31.

The following article numbers correspond to the numbered sections on the front of this form.

**ARTICLE 1.** Provide the corporate name. The name must be in the English language or in any other language expressed in English letters or characters. The name must include the word "chartered", "limited", or the words "professional corporation", "professional association", or an abbreviation of one of these.

The name may not be the same as, or deceptively similar to, any other corporate name, limited liability company name, trade name, limited partnership name, limited liability limited partnership name, or a name that is in any manner reserved with the Secretary of State.

The name may not include such words as "bank", "banker", "banking", "trust", or "trust company", or any other word or words of like import unless the Articles of Incorporation are supported by a written approval for the use from the North Dakota Department of Financial Institutions. These words are preserved by North Dakota law for use by the Bank of North Dakota, state and national banks, and trust companies. Contact information:

ND Department of Financial Institutions  
2000 Schafer St Ste G  
Bismarck, ND 58501-1204  
Phone: (701) 328-9933  
Email: dfi@nd.gov

**Filing of the articles of incorporation with the Secretary of State provides protection of the corporate name in North Dakota. However; if a mark is registered with the Patent and Trademark Office in Washington, D.C., the federal registration may supersede the protection afforded by state law.**

**ARTICLE 2.** A corporation must continuously maintain a commercial or noncommercial registered agent and address in North Dakota. A corporation cannot serve itself as its registered agent.

A commercial registered agent must be registered as a commercial registered agent with the North Dakota Secretary of State. The appointed agent can verify their status as a commercial registered agent from their acknowledged filing and from the list of commercial registered agents maintained on the Secretary of State's website at [www.nd.gov/sos](http://www.nd.gov/sos).

A noncommercial registered agent may be one of the following:

- a) An individual residing in North Dakota,
- b) A domestic or foreign corporation, or
- c) A domestic or foreign limited liability company.

A corporation or limited liability company appointed as a noncommercial registered agent must be registered with the Secretary of State, be in good standing, and have a business address in North Dakota. If a corporation or limited liability company is named as a noncommercial registered agent, provide the "correct" name of the organization.

**Seek the approval of the party before naming them as the commercial or noncommercial registered agent. Proof of the approval is not required to be filed with the Secretary of State.**

**ARTICLE 2.A.** If a commercial registered agent is being appointed, provide the correct name as registered with the North Dakota Secretary of State. If the name in Article 2. A. is not the same as registered by the commercial registered agent, the name will be corrected by the Secretary of State when the document is received.

OR

**ARTICLE 2.B.** If a noncommercial registered agent is being appointed, provide the correct name. If another corporation or limited liability company is appointed as registered agent and the name of that organization in Article 2. B. is not the same as registered, the name will be corrected by the Secretary of State when the document is received.

**ARTICLE 2.C.** If a noncommercial registered agent is being appointed, provide the complete address in North Dakota which may not be only a post office box. **Leave this line blank if a commercial registered agent is appointed.**

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