

# CERTIFICATE OF INCORPORATION NONSTOCK CORPORATION

**MAILING ADDRESS:**  
Commercial Recording Division  
Connecticut Secretary of the State  
P.O. Box 150470  
Hartford, CT 06115-0470  
860-509-6003

Office of the Secretary of the State

**DELIVERY ADDRESS:**  
Commercial Recording Division  
Connecticut Secretary of the State  
30 Trinity Street  
Hartford, CT 06106  
860-509-6003

**FEE: \$50.00** (INCLUDING APPOINTMENT OF REGISTERED AGENT AND FRANCHISE TAX)

**Space For Office Use Only** **Make Checks Payable To "Secretary of the State"**

**Please contact the Department of Revenue Services or your tax advisor as to any potential tax liability relating to your business.**

**1. NAME OF CORPORATION:**

**The corporation is nonprofit and shall not have or issue shares of stock or make distributions.**

**2. PLACE A CHECK NEXT TO THE APPROPRIATE STATEMENT:**

- A. The corporation shall not have members.**
- B. The corporation shall only have members, which are not entitled to vote.**
- C. The corporation shall have one class of members.**
- D. The corporation shall have multiple classes of members which classes are designated as follows:**

**Please note: the manner of election and appointment of members along with their qualifications and rights may be set forth in this certificate or in the corporation's bylaws. Please see C.G.S. § 33-1055 & -1056.**

**3. APPOINTMENT OF REGISTERED AGENT: (Please select only one A. or B.)**

<b>Name of agent:</b>  <b>A. Individual's Name:</b>	<b>Business address:</b>  <b>Residence address: (P.O. box is unacceptable)</b>
<b>B. Business Entity:</b>	<b>Address: (P.O. box is unacceptable)</b>

**Acceptance of appointment**

\_\_\_\_\_  
**Signature of agent**

**Space For Office Use Only**

**4. THE NATURE OF THE ACTIVITIES TO BE CONDUCTED OR THE PURPOSES TO BE PROMOTED BY THE CORPORATION:**

(Please reference an 8 1/2 X 11 attachment if additional space is required)

**5. OTHER INFORMATION:**

**6. EXECUTION:**

Dated this \_\_\_\_\_ day of \_\_\_\_\_, 20\_\_\_\_\_.

**Certificate must be signed by each incorporator.**

PRINT OR TYPE NAME OF INCORPORATOR(S)	SIGNATURE(S)	COMPLETE ADDRESS(ES)

**INSTRUCTIONS FOR COMPLETION OF THE CERTIFICATE OF INCORPORATION  
NONSTOCK CORPORATION**

Instructions

1. **NAME OF CORPORATION:** Please provide the name of the corporation. The name of the corporation must contain one of the following designations: "corporation", "incorporated", or "company", or the abbreviation "corp.", "inc." or "co.", or words or abbreviations of like import in another language. The name must also be distinguishable from other business names on the records of the Secretary of the State.
2. **PLACE A CHECK NEXT TO THE APPROPRIATE STATEMENT:** Please provide required membership information by making the appropriate selection. Note: if (D) is selected, the corporation must designate each class of members in the space provide or in an attachment.
3. **APPOINTMENT OF REGISTERED AGENT:** **The corporation may not appoint itself as its registered agent.** The corporation may appoint either a natural person who is a resident of Connecticut; a Connecticut corporation, limited liability company, limited liability partnership, or statutory trust; or a foreign corporation, limited liability company, limited liability partnership or statutory trust which has procured a certificate of authority to transact business in Connecticut. Please note the following: if the agent being appointed is a natural person, that person's business address must be provided under the heading Business office address and their residence address under the heading Residence address; if the agent appointed is an entity, it must provide its principal office address under the Business office address heading; **the agent must sign accepting the appointment in the space provided;** the signatory must print their name and the capacity under which they sign if signing on behalf of an entity; and all addresses must include a street number, street name, city, state, postal code. P.O. box addresses are acceptable ONLY as additional information.
4. **THE NATURE OF THE ACTIVITIES TO BE CONDUCTED OR THE PURPOSES TO BE PROMOTED BY THE CORPORATION:** Please provide the purpose for which the corporation is formed. Nonstock corporations are permitted to state that the purpose of the corporation is to engage in any lawful act or activity for which corporations may be formed under the Connecticut Revised Nonstock Corporation Act in lieu of or in addition to a specific purpose.
5. **OTHER INFORMATION:** Please present in the space provided or on an attachment any information which a nonstock corporation is permitted but not required to provide.
6. **EXECUTION:** The document must be executed by one or more incorporators, each of whom must provide an address containing a street and number, city, state and a postal code. **The execution constitutes legal statement under the penalties of false statement that the information provided in the document is true.**



SECRETARY OF THE STATE  
30 TRINITY STREET  
POST OFFICE BOX 150470  
HARTFORD, CT 06115-0470

## INCORPORATION OF A CONNECTICUT NONSTOCK CORPORATION

***ANY QUESTIONS CONCERNING THE COMPLETION OF THIS FORM, OR THE INCORPORATION PROCESS SHOULD BE DIRECTED TO YOUR LEGAL COUNSEL.***

**Please contact the Department of Revenue Services or your tax advisor as to any potential tax liability relating to your business.**

We are pleased to enclose forms to incorporate and organize a nonstock, nonprofit corporation in the State of Connecticut. Enclosed you will find a Certificate of Incorporation form and an Organization and First Report form. The fees for filing these forms can be found on the Fee Schedule. The Organization and First Report must be filed within 30 days of the date on which the corporation holds its organization meeting. Please see enclosed form instructions for more specifics filing details.

Before filing the forms described above, you may reserve the name you wish for your corporation.\* If a name reservation is submitted for filing, it would be prudent to wait until after a confirmation of filing has been issued to file incorporation documents.

Please note that the filing of the above referenced documents represent the bare essentials of incorporating a non-stock, nonprofit company in Connecticut. There are many other considerations to consider. For example, if you wish the corporation to be exempt from federal taxes, you should contact the Internal Revenue Service prior to filing to determine whether the corporation's Certificate of Incorporation should contain any specific provisions. Further, any person or organization planning to grant college credit or call itself a college or university must first comply with Section 10a-34 of the Connecticut General Statutes before it will be accepted as a corporation.

**Please make check(s) or money order(s) payable to:**

**CONNECTICUT SECRETARY OF THE STATE**

\* The fee to reserve a corporate name for 120 days is \$60.00.