



# ROBERTS & EDDY, P.C.

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## CORPORATION FORMATION CHECKLIST

### **I. Articles of Incorporation**

- A. Name of CORPORATION: \_\_\_\_\_
- B. Name and Address of registered agent (no PO Box): \_\_\_\_\_
- C. Name and address of incorporator: Brian C. Eddy, 2349 Jamestown Ave., Suite #4, Independence, Iowa 50644.
- D. Is this an incorporation of an existing business? Yes / No
- E. Foreign Registration desired: \_\_\_\_\_
- F. Date of Incorporation: \_\_\_\_\_
- G. Delayed effective date if desired: \_\_\_\_\_

**II. Bylaws.** The Bylaws contain provisions for annual meetings, officer responsibilities, etc. The Bylaws can also include buy-sell provisions for corporations with 2 or more shareholders. If corporation will obtain financing, the lender will often request a copy of the Bylaws of the corporation.

### **III. Writing of the Sole Incorporator**

- A. Names of the Members of the Board of Directors:

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### **IV. Written Action of the Board of Directors**

A. Names of Officers:

1. CEO/President: \_\_\_\_\_
2. Secretary: \_\_\_\_\_
3. Treasurer: \_\_\_\_\_

B. Number of Shares:

<u>Class/Series</u>	<u>Par Value (if any)</u>	<u>Number of Authorized Shares</u>
Common	No Par Value	1000
<u>Voting Rights</u>	<u>Limitations</u>	<u>Preferences</u>
Standard	None	None

C. Shareholders:

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

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

SSN: \_\_\_\_\_

Telephone: \_\_\_\_\_

Email: \_\_\_\_\_

# of Shares to Receive (total should be less than the # of authorized shares stated above so that additional shares can be issued to potential new owners in the future): \_\_\_\_\_

Amount Contributed for Shares: \_\_\_\_\_

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

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

SSN: \_\_\_\_\_

Telephone: \_\_\_\_\_

Email: \_\_\_\_\_

# of Shares to Receive (total should be less than the # of authorized shares stated above so that additional shares can be issued to potential new owners in the future): \_\_\_\_\_ Amount

Contributed for Shares: \_\_\_\_\_

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

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

SSN: \_\_\_\_\_

Telephone: \_\_\_\_\_

Email: \_\_\_\_\_

# of Shares to Receive (total should be less than the # of authorized shares stated above so that additional shares can be issued to potential new owners in the future): \_\_\_\_\_ Amount

Contributed for Shares: \_\_\_\_\_

**V. Subscription Agreement.** Shareholder(s) agree to contribute cash for their shares. This will agreement will be executed by the shareholder(s) on the date of formation.

**VI. IRS Form SS-4: Application for EIN**

A. Mailing Address of Corporation: \_\_\_\_\_

\_\_\_\_\_

B. Principal Officer and his/her social security number \_\_\_\_\_

\_\_\_\_\_

C. To be taxed as a S Corporation? \_\_\_\_\_

D. Employees, if any:

1. How many? \_\_\_\_\_

2. Date wages will first be paid? \_\_\_\_\_

E. Principal Activity:

F. Tax Year End (Fiscal or Calendar): \_\_\_\_\_

G. Phone Number and Fax Number of Corporation: \_\_\_\_\_

**VII. Iowa Department of Revenue: Application for Tax Number**

- A. In addition to items included in VI (above), if the Corporation is to be taxed as an S Corporation, the names and social security numbers of at least two Shareholders: \_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_
- B. Will the Corporation be selling items and need to be registered for sales tax? \_\_\_\_\_
- C. Federal Tax Number (If client has already obtained one): \_\_\_\_\_