

**NON-PROFIT CORPORATION  
INFORMATION ORGANIZER**



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**Articles of Incorporation:**

Purpose: What is the project/business to be undertaken by the Corporation? \_\_\_\_\_

Duration: The Corporation will continue in perpetuity until dissolved by the directors, unless you want to specify a limited duration. Do you want to limit the duration? Yes \_\_\_ No \_\_\_ (If yes, on what date should the Corporation end? \_\_\_\_\_.)

Projected date the Corporation will commence operations? \_\_\_\_\_

Incorporator: The attorney with whom you are working at Durrell Law Group generally serves as the incorporator of the Corporation to avoid a delay in filing the Articles with the State. Would you prefer that someone else serve as the incorporator? \_\_\_\_\_ (yes or no) If yes, provide the name and address:

\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

A non-profit corporation can be structured to be with members or without members. If the corporation has members, the members elect the board. If the corporation has no members, the board is self-perpetuating with the directors electing new or replacement directors.

Shall the non-profit corporation be: \_\_\_\_\_ with members \_\_\_\_\_ without members

If with members, explain the qualifications to be a member: \_\_\_\_\_

**Board of Directors:**

Every non-profit corporation must have a board of directors with a minimum of three directors.

What will be the initial number of directors: \_\_\_\_\_

The initial directors will be listed in the Articles of Incorporation. Thereafter, directors generally are elected by a vote of the directors.

Director Name	Address	U.S. Citizen? (yes/no)

**Officers:**

Every non-profit corporation must elect individuals to fill the slate of offices listed below. One person can fill more than one office, except that the President and Secretary may not be the same person. A corporation may have more than one vice president and may have one or more assistant secretaries.

The initial officers will be listed in the organizational resolutions adopted by the board of director. Thereafter, officers serve at the pleasure of the directors and may be removed or elected by a vote of the directors. Officers generally are, but need not be, members of the board of directors.

Office	Officer Name	Address	U.S. Citizen? (yes/no)
President			
Vice President			
Secretary			
Treasurer			
Other: _____			

**Organizational Meeting:**

The initial board of directors must have an organizational meeting or sign a unanimous consent in lieu of organizational meeting to complete the organization of the corporation. At the organizational meeting, the board will adopt bylaws and elect the first slate of officers. We can prepare a consent in lieu of the meeting to be circulated among the directors for signature or the organizational meeting can be held at our office with the attorney assisting in the organization of the corporation. Please select one of the following:

\_\_\_\_\_ Prepare a consent in lieu of organizational meeting.

\_\_\_\_\_ We would like to schedule an organizational meeting.

**Tax Exemption Application:**

Simply organizing a non-profit corporation does not cause the corporation to be exempt from income taxes. To be exempt, the corporation must file an application for tax exemption (form 1023) with the Internal Revenue Service. If you would like Durrell Law Group to assist in preparing and filing the application for tax exemption, please discuss the matter with the attorney with whom you are working to organize the non-profit corporation.