

MAINTAINING YOUR CORPORATION

IN THE STATE OF

ALABAMA

The initial step of filing the Articles of Incorporation, for your Alabama Corporation, has been completed by Guidant. The following information is important and will assist you in maintaining your corporate status:

- ✓ **Articles of Incorporation:** Within your Zip File there are several important documents. Your Corporation was established by filing “Articles of Incorporation” with the Secretary of State. You will find your Articles in the Corporate Documents folder in your Zip File.
- ✓ **Tax Identification Number:** The Tax Identification number for a business entity is known as an employer identification number (EIN). The EIN operates like a Social Security number for the entity and is required for many necessary activities, such as opening a bank account. Your EIN has already been filed with the IRS, and can be found in the Corporate Documents folder in your Zip File.
- **Initial Alabama Business Privilege Tax Return and Annual Report:** Under Alabama law, all new business are required to file an initial Alabama Business Privilege Tax Return and Annual Report within 2 ½ Months of the date formation. This is required regardless of whether or not the entity has begun to transact business in Alabama. Information regarding this filing can be found at www.revenue.alabama.gov. You may also call (334) 353-7923 for additional information. Failure to file this report within the specified 2 ½ month period may result in monetary penalties and possible administrative dissolution or revocation of the entity.
- **Annual Report to Alabama SOS:** Every domestic corporation is required to file an Alabama Business Privilege Tax Return, which also serves as an annual report. The Business Privilege Tax form can be found through the Alabama Department of Revenue website at: http://www.ador.state.al.us/incometax/bus_priv_tx/ITbusprivindex.htm. The first annual report is due between January 1 and March 15 of the year of filing. Subsequent annual reports are due between January 1 and March 15 of the following calendar years. Failure to timely file may result in monetary penalties or administrative dissolution of your Corporation. Please contact the Alabama Secretary of State at (334) 242-5324 for more information.
- **Business License:** Your Corporation may be required to obtain a license or permit issued by the State of Alabama. To assist you in making this determination please refers to: <http://www.ador.state.al.us/licenses/authority.html> for state, city and county licensing authorities.

- Business Taxes:** Alabama imposes various taxes on businesses such as the Alabama Business Privilege Tax. For more information, please contact the Alabama Department of Revenue at (334) 242-1170 or visit <http://www.ador.state.al.us/>.
- Employees:** If your Corporation will have employees, state law may require worker's compensation insurance coverage and you should visit the Department of Labor at <https://labor.alabama.gov/wc/> or call (334) 353-0990.

Many Corporations with employees will be subject to unemployment tax requirements. Information may be obtained from the Alabama Department of Labor at: <https://labor.alabama.gov/uc/employer.aspx#q1> or call (334) 242-8025.

- Financial Statements to Shareholders:** Every domestic corporation is required to furnish its shareholders annual financial statements within 120 days after the close of each fiscal year.
- Record Keeping:** Every domestic corporation is responsible for keeping at its principle office: the Articles of Incorporation, the Bylaws, current names and addresses of directors and officers, current names and addresses of all shareholders and the number and class of shares held by each, written communications to shareholders for the past three years, adequate and correct books, minutes and resolutions of the shareholder and board meetings, and the most recent annual report delivered to the Secretary of State.
- Change of Address and/or Resident Agent Information:** In the event your Corporation's principal office address, your registered office address and/or your resident agent changes, you will be responsible for taking the necessary steps to inform both the Secretary of State and the Internal Revenue Service (IRS) of the address change. To notify the Alabama Secretary of State, you can make changes using forms located at: <http://www.sos.state.al.us/business/corpd.cfm>. To notify the IRS, we have included additional information, including a Change of Address IRS Form, in the file in order to assist you in completing this process.
- Additional State Requirements:** It is important to note that the Alabama Secretary of State may have additional requirements above and beyond what has been detailed above. It is your responsibility to read any and all information sent to you by the Alabama Secretary of State or any other agencies, to assure that you are remaining compliant. Failure to remain compliant and/or respond to requests for information in a timely manner may result in dissolution of your Corporation.

This form is provided to you for informational purposes only. You are responsible for determining the correct information and completing the necessary requirements for your entity. Information provided is subject to change based on state requirements. It is important that you always check the information provided above with the most up to date information as provided by the Secretary of State and other government agencies.