

MAINTAINING YOUR CORPORATION

IN THE STATE OF

DELAWARE

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

- ✓ **Certificate of Incorporation:** Within your Zip File there are several important documents. Your Corporation was established by filing “Certificate of Incorporation” with the Secretary of State. You will find the Certificate of Incorporation 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.
- **Annual Franchise Tax Report:** Every domestic corporation is required to file an annual franchise tax report each year by March 1st. Annual Report forms are available online. At some point after the first of the year, a notification will be distributed to the corporation’s resident agent and office in Delaware. This notification will alert you to the fact that your annual report is due. The Annual Report and applicable taxes may be completed online or you may call the Delaware Franchise Tax Commission and request that paper forms be mailed to you. Please see <https://delecorp.delaware.gov/eCorp/FilerHome> for more information or call (302) 739-3073. Failure to timely file this report may result in monetary penalties or administrative dissolution of your Corporation.
- **One Stop Business Registration & Licensing:** Although not required, you can register your business with the Delaware Division of Revenue, the Delaware Division of Unemployment Insurance and the Delaware Office of Workers Compensation through the One Stop Business Registration and Licensing system. For more information, visit the Delaware One Stop Business Registration and Licensing web site at: <https://onestop.delaware.gov/osbrlpublic/Home.jsp>.
- **Business License:** Your Corporation may be required to obtain a license or permit issued by the State of Delaware. To assist you in making this determination, please refer to: <https://onestop.delaware.gov/osbrlpublic/> for state, city and county licensing authorities.

- Business Taxes:** Delaware imposes various taxes on businesses. For more information, please contact the Delaware Division of Revenue at (302) 577-8205 or visit: <http://www.state.de.us/revenue/>

- Employees:** If your Corporation will have employees, state law may require workers' compensation insurance coverage. Please visit the Office of Worker's Compensation at: <http://www.delawareworks.com/industrialaffairs/services/workerscomp.shtml> or call (302) 761-8200 for more information.

Many Corporations with employees will be subject to unemployment tax requirements. Information may be obtained from the Division of Unemployment Insurance at: <http://www.delawareworks.com/Unemployment/welcome.shtml> or call (302) 761-6576.

- 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 Delaware Secretary of State, you can make changes using forms located at: <http://corp.delaware.gov/forms.shtml>. 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 Delaware 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 Delaware 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.