

MAINTAINING YOUR CORPORATION

IN THE STATE OF

INDIANA

The initial step of filing the Articles of Incorporation, for your Indiana 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 the Articles in the Corporate Documents folder in your Corporate 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.
- **Biennial Business Entity Reports to Indiana SOS:** Every domestic corporation is required to file a Business Entity Report biennially. If incorporated in an even year, the report is filed every even year; if incorporated in an odd year, the report is filed every odd year. The report is due during the month in which the Corporation was incorporated. The Business Entity Report can be filed online through the Indiana Secretary of State’s website at: <http://www.in.gov/sos/business/berf.html>. If filed online, the filing fee is only \$22.44. In the alternative, you can paper-file by printing a Business Entity Report form from: <http://www.in.gov/icpr/webfile/formsdiv/48725.pdf>. The filing fee for paper-filing is \$30.00. Failure to timely file may result in monetary penalties or administrative dissolution of your Corporation. Please contact the Indiana Secretary of State at (317) 232-6576 for more information.
- **Business License:** Your Corporation may be required to obtain a license or permit issued by the State of Indiana. To assist you in making this determination, please refer to: www.in.gov/core/bg_structure.html for state, city and county licensing authorities.
- **Business Taxes:** Indiana imposes various taxes on businesses. For more information, please contact the Indiana Department of Revenue Taxpayer Services Division at (317) 233-4016 or visit: <http://www.in.gov/dor/>.
- **Employees:** If your Corporation will have employees, state law may require worker’s compensation insurance coverage and you should visit the Worker’s Compensation Board at: <http://www.in.gov/workcomp/> or call (317) 232-7101.

Many Corporations with employees will be subject to unemployment tax requirements. Information may be obtained from the Indiana Workforce Development website at: http://www.in.gov/dwd/employers/ui_employers_info.html or call (888) 967-5663.

- 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, including financial statements for the past three years, adequate and correct books, minutes and resolutions of the shareholder and board meetings for the past three years, 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 Indiana Secretary of State, you can make changes using forms located at: <http://www.in.gov/sos/business/forms.html> or through the catalog of forms located at: <http://www.in.gov/icpr/webfile/formsdiv/sos.html>. 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 Indiana 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 Indiana 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.