

MAINTAINING YOUR CORPORATION

IN THE STATE OF

LOUISIANA

The initial step of filing the Certificate of Incorporation, for your Louisiana 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.
- **Initial & Annual Report to Louisiana SOS:** Every domestic corporation is required to file an Initial Report and an Annual Report. The Initial Report is filed concurrently with the Certificate of Incorporation. The Annual Report is due each year by the anniversary date of incorporation. Forms are prepared by the Secretary of State and mailed to each entity's mailing address thirty days prior to the anniversary date. In the alternative, Annual Report forms are also available online after searching the Corporations Database that can be found through the Louisiana Secretary of State Commercial Division web site located at: <http://www.sos.louisiana.gov/app1/paygate/crping.jsp>. If the Annual Report is due or will be due within 30 days, there will be a link to download an Adobe PDF form. A link will not appear on the screen if an Annual Report is not currently due. The filing fee is \$25.00. Failure to timely file may result in monetary penalties or administrative dissolution of your Corporation. Please contact the Louisiana Secretary of State at (225) 925-4704 for more information.
- **Business License:** Your Corporation may be required to obtain a license or permit issued by the State of Louisiana. To assist you in making this determination, please refer to: <http://www.sec.state.la.us/comm/fss/fss-index.htm> for state, city and county licensing authorities.
- **Business Taxes:** Louisiana imposes various taxes on businesses. For more information, please contact the Louisiana Department of Revenue at (225) 219-0067 or visit: <http://www.rev.state.la.us/>.

- Employees:** If your Corporation will have employees, state law may require workers' compensation insurance coverage. Please visit the Office of Worker's Compensation Administration at: http://www.laworks.net/WorkersComp/OWC_MainMenu.asp or call (225) 342-7555 for more information.

Many Corporations with employees will be subject to unemployment tax requirements. Information may be obtained from the Louisiana Department of Labor at: http://www.laworks.net/UnemploymentInsurance/UI_MainMenu.asp or call (225) 342-3035.

- Record Keeping:** Every domestic corporation is responsible for keeping at its principle office: Current names and addresses of all shareholders and the number and class of shares held by each, adequate and correct books, and the records of the proceedings of the shareholders, of the directors, and of committees of the board.
- 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 Louisiana Secretary of State, you can make changes using forms located at: <http://www.sos.louisiana.gov/comm/corp/corp-filings.htm#Alphabetical>. To notify the IRS, we have included additional information, including a Change of Address IRS Form, in this in the file to assist you in completing this process.
- Additional State Requirements:** It is important to note that the Louisiana 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 Louisiana 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.