

MAINTAINING YOUR CORPORATION

IN THE STATE OF

MISSOURI

The initial step of filing the Articles of Incorporation, for your Missouri 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 Corporations Division. You will find the 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 Report to Missouri SOS:** Every domestic corporation is required to file an initial report within 30 days after the corporation is filed with the Missouri Corporations Division. The state will mail the Resident Agent with more information. This report may be filed online at: <https://www.sos.mo.gov/BusinessEntity/annualreport/reportstart.asp>. The filing fee for online filing is \$20.00. In the alternative, you may print your annual report and paper-file from: <https://www.sos.mo.gov/BusinessEntity/soskb/csearch.asp>. The filing fee for paper-filing is \$45.00. Failure to timely file may result in monetary penalties or administrative dissolution of your Corporation. Please contact the Missouri Corporations Division at (573) 751-4153 for more information.
- **Annual Report to Missouri SOS:** Every domestic corporation is required to file an annual report each year with the Missouri Corporations Division by the month in which the entity was originally filed. Annual reports may be filed online at: <https://www.sos.mo.gov/BusinessEntity/annualreport/reportstart.asp>. The filing fee for online filing is \$20.00. In the alternative, you may print your annual report and paper-file from: <https://www.sos.mo.gov/BusinessEntity/soskb/csearch.asp>. The filing fee for paper-filing is \$45.00. Failure to timely file may result in monetary penalties or administrative dissolution of your Corporation. Please contact the Missouri Corporations Division at (573) 751-4153 for more information.
- **Business License:** Your Corporation may be required to obtain a license or permit issued by the State of Missouri. To assist you in making this determination, please refer to:

http://www.missouribusiness.net/docs/license_registration_checklist.asp for state, city and county licensing authorities.

- Business Taxes:** Missouri imposes various taxes on businesses. For more information, please contact the Missouri Department of Revenue at (573) 751-4450 or visit: <http://www.dor.mo.gov/>.
- Employees:** If your Corporation will have employees, state law may require workers' compensation insurance coverage. Please visit the Missouri Worker's Compensation Division at: <http://www.dolir.mo.gov/wc/> or call (573) 751-4231 for more information.

Many Corporations with employees will be subject to unemployment tax requirements. Information may be obtained from the Division of Employment Security at: <http://www.dolir.mo.gov/es/> or by calling (573) 751-3215.

- Record Keeping:** Every domestic corporation is responsible for keeping at its principle office: Current names and addresses of directors and officers, the number of shares subscribed, the names of the owners of the shares, the numbers owned by them respectively, the amount of shares paid, and by whom, and the transfer of such shares with the date of transfer, and adequate and correct books, minutes and resolutions of the shareholder and board meetings.
- 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 Corporations Division and the Internal Revenue Service (IRS) of the address change. To notify the Missouri Corporations Division, you can make changes using forms located at: <http://www.sos.mo.gov/business/corporations/forms.asp>. 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 Missouri Corporations Division 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 Missouri Corporations Division 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 Corporations Division and other government agencies.

