

MAINTAINING YOUR CORPORATION

IN THE STATE OF

NEVADA

The initial step of filing the Articles of Incorporation, for your Nevada 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 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 and Annual Report:** Your Corporation is required to file an Initial Report of Officers and Directors by the first day of the second month after initially filing with the Secretary of State. Forms are available through the Nevada Secretary of State website at: <http://secretaryofstate.biz/business/forms/all.asp#a1>. The filing fee for the Initial Report is \$150.00, at this time you may be required to obtain your business license to complete the Initial Report, see below for information on the business license. If you fail to timely file the Initial Report, a \$75.00 late fee will be imposed. Thereafter, your Corporation must file an Annual Report of Officers and Directors and Registered Agent. The filing fee will be based on the total number of shares provided for in the Articles of Incorporation. Failure to timely file each year may result in further monetary penalties or administrative dissolution of your Corporation. Please contact the Nevada Secretary of State at (775) 684-5708 for more information.
- **Business License:** Your Corporation MAY BE REQUIRED to obtain a license or permit issued by the State of Nevada, the business license fee is \$500.00. If you fail to timely file the Business License, a \$100.00 late fee will be imposed. You also may be required to obtain a license in the county you plan to do business. To assist you in making this determination, please refer to: http://www.co.clark.nv.us/business_license/forms1.htm for county licensing authorities. For state licensing authorities visit: <http://tax.state.nv.us/pubs.htm#business>, under “Business Tax Publications,” click on “Nevada Business License.” Please contact the Nevada Secretary of State at (775) 684-5708 for more information.

- Business Taxes:** Nevada imposes various taxes on businesses. For more information, please contact the Nevada Department of Taxation at (775) 684-2000 or visit: <http://tax.state.nv.us/>.
- Employees:** If your Corporation will have employees, state law may require worker's compensation insurance coverage and you should call the Nevada Division of Industrial Relations Worker's Compensation Section (702) 486-9080 or visit: <http://dirweb.state.nv.us/WCS/wcs.htm>.

Many Corporations with employees will be subject to unemployment tax requirements. Information may be obtained from the NV Department Employment, Training and Rehabilitation website at: http://detr.state.nv.us/uiben/uiben_uiben.htm or call (775) 684-3849.

- 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 Secretary of State, you can make changes using forms that can be found through the Nevada Secretary of State website at: <http://secretaryofstate.biz/business/forms/all.asp#ra>. 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 Nevada 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 Nevada 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.