

MAINTAINING YOUR CORPORATION

IN THE STATE OF

MISSISSIPPI

The initial step of filing the Articles of Incorporation, for your Mississippi 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.
- **Annual Report to Mississippi Secretary of State:** Every domestic corporation is required to file an annual report with the Mississippi Secretary of State. The annual report must be filed between January 1 and April 1 of the year following the calendar year in which the corporation was incorporated. To file online, visit: <https://corp.sos.ms.gov/corp/portal/c/portal.aspx> . The fee for filing the annual report is \$25.00. It is important to complete the annual report and submit the appropriate fees within the timeline designated by the State. Failure to submit the annual report in a timely manner may result in administrative dissolution of your Corporation by the State of Mississippi. Please contact the Mississippi Secretary of State at (800) 256-3494 for more information.
- **Franchise Tax Registration:** All new business corporations must complete a Franchise Tax Registration form and file the form with the Mississippi State Tax Commission. This form must be completed before you begin operating your business. This can be done online at the Mississippi’s Department of Revenue website: <https://tap.dor.ms.gov/> For more information about this form you may contact the State Tax Commission at (601) 923-7000 or the District Service Office for the county where your entity is filed.
- **Business License:** Your Corporation may be required to obtain a license or permit issued by the State of Mississippi. To assist you in making this determination, please refer to: http://www.mississippi.gov/ms_sub_sub_template.jsp?Category_ID=20 for state, city and county licensing authorities.

- Business Taxes:** Mississippi imposes various taxes on businesses. For more information, please contact the Mississippi State Treasurer at (601) 359-3600 or visit: <http://www.mstc.state.ms.us/>.
- Employees:** If your Corporation will have employees, state law may require worker's compensation insurance coverage. You should contact the Mississippi Worker's Compensation Commission at (601) 359-3576 or visit: <http://www.mwcc.state.ms.us> for more information.

Many Corporations with employees will be subject to unemployment tax requirements. Information may be obtained from the Department of Employment Security at: <http://mdes.ms.gov/wps/portal/> or call (601) 321-6000.

- Financial Statements to Shareholders:** Every domestic corporation is required to furnish its shareholders annual financial statements within 120 days after the close of each fiscal year.
- Record Keeping:** Every domestic corporation is responsible for keeping at its principle office: the Articles of Incorporation, the By-Laws, 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 for the past three years, adequate and correct books, minutes and resolutions of the shareholder and board meetings for the last three years, and the most recent annual report delivered to the Department of State.
- Change of Address and/or Resident Agent Information:** In the event that 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 Mississippi Secretary of State, you can make changes using forms located at: <https://corp.sos.ms.gov/corp/portal/c/page/login/portal.aspx> . 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 Mississippi 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 Mississippi 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 Department of State and other government agencies.