

Instructions M002i

Statutory Agent Acceptance

ARIZONA CORPORATION COMMISSION

Corporations Division
1300 West Washington Street
Phoenix, Arizona 85007

www.azcc.gov

(602) 542-3026



General Information

All corporations and limited liability companies ("LLCs") registered with the Arizona Corporation Commission are required to appoint a statutory agent in the state of Arizona. See A.R.S. §§ 10-501 (for-profits), 10-3501 (nonprofits), 10-1507 (foreign corps), 29-604 (LLCs), 29-806 (foreign LLCs). The statutory agent is required to accept the appointment by signing a statement of acceptance. See A.R.S. §§ 10-202 (for-profits), 10-3202 (nonprofits), 10-1503 (foreign corps), 29-632 (LLCs), 29-802 (foreign LLCs). Statutes are available on the Arizona Legislature's website, www.azleg.gov, by following the link for Arizona Revised Statutes.

The Statutory Agent Acceptance form provided by the Arizona Corporation Commission meets the minimum statutory requirements. Use of the A.C.C.'s form is not required.

What is a Statutory Agent?

A Statutory Agent is an individual or a business entity that a corporation or LLC appoints for the purpose of accepting service of process (lawsuit papers or legal documents) for the corporation or LLC. See A.R.S. §§ 10-501, 10-504, 10-1507, 10-1510, 10-3501, 10-3504, 29-604, 29-606. The agent is called a "statutory" agent because a statute requires that the corporation or LLC appoint someone for this purpose. See A.R.S. §§ 10-501, 10-504, 10-1507, 10-1510, 10-3501, 10-3504, 29-604, 29-606. If, for example, a lawsuit is filed against the corporation or LLC, the Statutory Agent will be the one who is served (receives the papers on behalf of the entity), and then the Statutory Agent should give the papers to the corporation or LLC. Note that the law requires that the corporation or LLC maintain a statutory agent with a valid address on the records of the Arizona Corporation Commission at all times, and the failure to do so will subject the corporation or LLC to being administratively dissolved. See A.R.S. §§ 10-1420, 10-11420, 29-786. Official notices from the Arizona Corporation

Commission will be sent to the statutory agent's address.

Who can be the Statutory Agent?

A Statutory Agent can be an individual, or an Arizona corporation or LLC, or a foreign corporation or LLC that is authorized to transact business in Arizona. A corporation or LLC cannot be its own Statutory Agent – it must appoint someone apart from itself. For example, the LLC can appoint one of its members or managers in his or her capacity as an individual as the statutory agent, but cannot appoint the LLC itself as the statutory agent.

If an individual is appointed as the statutory agent, that individual must be a permanent, full-time resident of the State of Arizona and must have a permanent, full-time physical or street address in the State of Arizona. The mailing address, if any, of that individual statutory agent must also be in Arizona.

The statutory agent must accept the appointment in writing. The statutory agent can accept the appointment by completing and submitting the Statutory Agent Acceptance form M002 found on our website at: <http://www.azcc.gov/Divisions/Corporations/forms/formsindex.asp>. If the statutory agent is an entity, an authorized agent of that entity can sign the acceptance. An authorized agent is anyone given authority to sign for that entity.

Is the Acceptance form the same as an appointment?

No. Use a Statement of Change form to appoint a new statutory agent. Forms are available on our website at this link: <http://www.azcc.gov/Divisions/Corporations/forms/formsindex.asp>.

Who can sign the Acceptance form?

Only the statutory agent that has been appointed can sign the form. If an individual has been appointed, that individual will sign the form. If an entity has been appointed as statutory agent, then an authorized agent for that entity will sign the form. An authorized agent is anyone given authority to sign for that entity.

Who can submit the Acceptance form?

Once the Acceptance is signed by the statutory agent, anyone can submit the form to the A.C.C. It is strongly recommended, however, that the Acceptance be submitted simultaneously with whatever other document makes the appointment to ensure accurate processing of both documents.

Filing fee. There is no filing fee. If the Acceptance is submitted separately from the document making the appointment (not recommended), the Acceptance can be independently expedited. For expedited processing (read the next paragraph), add \$35.00 to the filing fee. All fees are nonrefundable. See A.R.S. §§ 10-122 (for-profits), 10-3122 (nonprofits), 29-851 (LLCs).

Processing time. Processing times are posted on the A.C.C. website each Monday at www.azcc.gov/Divisions/Corporations. For expedited (faster) processing, payment of the expedite fee plus payment of the filing fee must be submitted. See A.R.S. §§ 10-122 (for-profits), 10-3122 (nonprofits), 29-851 (LLCs). The expedite fee is \$35.00. See Decision No. 68008, July 22, 2005, Docket No. AC-00000A-05-0488. The Arizona Corporation Commission does not currently offer same day or next day service.

Instructions

Number 1. List the exact name of the corporation or LLC as shown in the records of the Arizona Corporation Commission, including exact spelling, punctuation, and the corporation or LLC identifier such as Inc., Incorporated, Limited Liability Company or LLC, etc.

Number 2. A.C.C. file number – list the entity's file number given to it by the Arizona Corporation Commission. Find the file number on our website at www.azcc.gov/Divisions/Corporations

Number 3. List the exact name of the statutory agent as appointed by the entity. If the entity appointed an

individual as statutory agent, list the name of that individual. If the entity appointed a corporation or LLC as the statutory agent, list the name of the corporation or LLC. The Acceptance may be rejected if the statutory agent name does not match exactly the name of the appointed statutory agent.

Signature and Verification

The Statutory Agent Acceptance may be signed only by the appointed statutory agent. If the appointed statutory agent is an individual, that individual must sign. If the appointed statutory agent is an entity, then an authorized agent of that entity must sign. An authorized agent is anyone given authority to sign for that entity.

The document is submitted under penalty of perjury.

Sign on the signature line in the Signature section. Print the name of the individual signing next to the signature. Fill in the date. Check the appropriate box underneath the signature line to indicate the capacity of the signer.

Submit the document

It is strongly recommended that the Statutory Agent Acceptance form be submitted at the same time as the document making the appointment to ensure accurate processing of both documents.

Cover Sheet. All documents must be submitted with a Cover Sheet. Forms are available on our website at this link: <http://www.azcc.gov/Divisions/Corporations/forms/formsindex.asp>.

By Mail. Mail the completed paper document, cover sheet, and payment (see below for payment information) to:

Arizona Corporation Commission
Corporations Division
1300 W. Washington St.
Phoenix, Arizona 85007

In Person. Deliver the completed document, cover sheet, and payment (see below for payment information) to:

Arizona Corporation Commission
Corporations Division
1300 W. Washington St.
Phoenix, Arizona 85007

Payment Methods

Credit card. If submitting the document in person, payment by credit card is acceptable. Credit cards cannot be used if submitting by mail. The Arizona Corporation Commission accepts only Visa, MasterCard, or American Express.

Check. If submitting the document by mail or in person, payment by check is acceptable. Checks must be made payable to "Arizona Corporation Commission," with all words spelled out and no abbreviations. Checks must be completely and properly filled out, including the amount sections. Checks that do not have an imprinted or preprinted name and address of the account holder and an imprinted or preprinted check number will not be accepted. Handwritten or stamped names, addresses, or check numbers will not be accepted. For example, we will not accept temporary checks, such as those from a new account. We will accept checks drawn on non-U.S. banks as long as the check states that the funds are payable in U.S. dollars.

Money order. If submitting the document by mail or in person, payment by money order is acceptable.

Cash. If submitting the document in person, cash payments are acceptable. Do not mail cash.

Questions

For questions, contact our Customer Service Call Center at 602-542-3026, or, within Arizona only, 800-345-5819.