Clear Form Print Form

DO NOT WRITE ABOVE THIS LINE; RESERVED FOR ACC USE ONLY.

ARTICLES OF DISSOLUTION

Read the Instructions C022i

1. ENTITY NAME – give the exact name of the corporation as currently shown in A.C.C. records:

_____

2. DATE OF INCORPORATION: _____

3. DATE ON WHICH DISSOLUTION WAS AUTHORIZED: _____

4. TAX CLEARANCE CERTIFICATE (**Certificate of Compliance**) –

This dissolution WILL require a Certificate of Compliance from the Arizona Department of Revenue. Every corporation, including tax-exempt nonprofits, must obtain a Certificate of Compliance before the Arizona Corporation Commission can approve the dissolution.

5. FOR-PROFIT CORPORATIONS – check the appropriate box concerning approval of the dissolution and follow instructions (see Instructions C022i for information about voting groups):

☐ Approved by incorporators or board of directors without shareholder action, and shareholder approval was not required or no shares have been issued– go to Signature section.

☐ Approved by shareholders but not voting groups – complete number 5.1, then go to Signature section.

☐ Approved by shareholders *and* voting groups – complete numbers 5.1 and 5.2, then go to Signature section.

☐ Approved by voting group(s) only – complete number 5.2 then go to Signature section.

5.1 Shareholder approval (all blanks must be filled in):

Total votes entitled entitled to be cast	Votes in favor that were sufficient for approval of dissolution	Votes against dissolution

5.2 **Voting Groups** – complete each blank below *for each voting group.* Review the Instructions C022i for information about voting groups. If more space is needed, check this box ☐ and complete and attach the Voting Attachment form C089.

Voting Group (class / series)	Total votes in voting group	Indisputable votes at meeting	Votes in favor that were sufficient for approval of dissolution	Votes against dissolution

6. **NONPROFIT CORPORATIONS** – the nonprofit corporation certifies under penalty of perjury by the signature appearing below that the dissolution was duly authorized by an act of the members or an act of the board of directors, and, if applicable, with the written approval of any other person required by the Articles of Incorporation.

DISSOLUTION CERTIFICATION:

The corporation certifies under penalty of perjury, by the signature appearing below, that the dissolution was duly authorized by the appropriate corporate authority, including the board of directors, the original incorporators or initial directors, or the members, as applicable, and, if required by the Articles of Incorporation, with the written approval or consent of any other person required.

For a for-profit or professional corporation, the corporation further certifies that:

- No debt of the corporation remains unpaid.

- The net assets of the corporation remaining after winding up have been distributed to the shareholders, if shares were issued.

- A majority of the original incorporators or initial directors authorized the dissolution.

SIGNATURE: By checking the box marked "I accept" below, I acknowledge *under penalty of law* that this document together with any attachments is submitted in compliance with Arizona law.

☐ I ACCEPT

Signature Printed Name Date

REQUIRED – check only one:

☐ I am either a duly-authorized **Officer** or the **Chairman of the Board of Directors** of the corporation.	☐ I am a either an **initial Director**, a **Director of a nonprofit**, or an **initial incorporator**.	☐ I am a duly authorized **bankruptcy trustee** , receiver, or other court-appointed fiduciary for the corporation filing this document.

Expedited or Same Day/Next Day services are available for an additional fee – see Instructions or Cover sheet for prices.

Filing Fee: $25.00 (regular processing) All fees are nonrefundable - see Instructions.	Mail: Arizona Corporation Commission - Examination Section 1300 W. Washington St., Phoenix, Arizona 85007 Fax (for Regular or Expedite Service ONLY): 602-542-4100 Fax (for Same Day/Next Day Service ONLY): 602-542-0900

Please be advised that A.C.C. forms reflect only the **minimum** provisions required by statute. You should seek private legal counsel for those matters that may pertain to the individual needs of your business. All documents filed with the Arizona Corporation Commission are **public record** and are open for public inspection. If you have questions after reading the Instructions, please call 602-542-3026 or (within Arizona only) 800-345-5819.