

Corporations & Charities Division

Physical/Overnight address:

801 Capitol Way S
Olympia, WA 98501-1226
General contact information:
sos.wa.gov/corporations-charities

Requalification: Profit Business Entity – Online Instructions

Purpose: Instructions for submitting a Requalification online. A Requalification is due when a foreign business entity has been terminated.

Filing Fee: The filing fee is \$180.

Back Fees: In addition to the filing fee, the Annual Report filing fee is assessed for each missed year. If the Foreign Business Entity was not transacting business during the missed years submit a Foreign Registration Statement by selecting "Create or Register a Business" from the navigation menu and enter the UBI number in the appropriate section.

If you experience any problems or have questions while using the online filing system, please contact the Corporations and Charities division using the information available on the Contact Us <u>page</u>

- Visit our <u>Corporations and Charities Filing System</u> landing page and log into your account.
- Once logged in, select "Reactivate a Business" from the navigation bar on the left side. Search for your business by entering your UBI number or Business Name, then select the "Search" button.
- Select the desired business from the business search results then select the "Continue" button. A pop up will appear which will provide the date of the administrative dissolution and the date until the business entity is eligible to submit the Requalification. Once you select "Yes" the page will advance to the online Requalification to be completed.
- Once the required fields are completed and desired updates have been made, select "Continue" to advance to the review page. Confirm the information is accurate, then select "Add to Cart".
- At the shopping cart, there is the option to select a maximum of five submission items at once. Once the submission item(s) are selected, select the "Checkout" button.
- Confirm the selected item(s), then select "Proceed to Checkout" button. Filing fees for the selected item(s) will be calculated automatically when they are added to the cart.
- On the checkout page, enter the required payment information and select the "Place your Order" button.
- After placing the order, the Requalification will require review by the Secretary of State staff. When the
 Requalification is successfully filed, the confirmation letter and file stamped documents will be available in the
 user account's "Notices and Filed Documents" folder.

Requalification modules

<u>Business Information</u>: This reference section reflects the information that is currently recorded for the business. Fields to edit the information will follow.

<u>Business Name</u>: Perform a business entity name look up. If the name is still **Available** this will show next to the business entity name in green. If it shows as **Not Available** a doing business as "DBA" name will need to be provided. Please note: Our staff must review the submission before the availability of the name is guaranteed.



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Enter the name as it appears on the Certificate of Existence/Good Standing from the home jurisdiction. For naming requirements see <u>RCW 23.95.305</u> for the specific business type.

Jurisdiction: Enter the home state or country under whose law the organic documents are filed.

<u>Doing Business As (DBA) Name</u>: If the name of the business is not available in Washington or the designation does not meet statutory requirements, choose an alternate name (DBA) to use in Washington. Refer to <u>RCW 23.95.525</u> for more information.

Registered Agent: The Registered Agent information can be edited or replaced entirely.

- To edit the current Registered Agent information, select the edit icon under "Action" in the Registered Agent section and edit the information as needed. An email address for the registered agent is required.
- To replace the Registered Agent, select the trash can icon under "Action" in the Registered Agent section, then select the appropriate Registered Agent type and search for the person or entity name, if prompted.
 - For a Commercial Registered Agent Search: Select the agent from the results and select the "Select Agent" Button.
 - For a Non-Commercial Registered Agent Search: To ensure accurate information is recorded, select "Add New Agent" even if search results appear. Then enter the email address, and Washington State street address for the appointed agent. A phone number and Washington State mailing address (if different than the street address) can be provided but are not required.

<u>Principal Office</u>: This is the place where the business' records are kept. If data is prepopulated, review for accuracy and update as needed. An email address is required for the Principal Office.

<u>Governors</u>: List the current individuals and/or businesses responsible for governing the business. If data is prepopulated, review for accuracy, and add, remove, or edit governors as needed.

- To remove a governor, select the trash can icon under "Actions" in the governor list.
- To add additional governors, select the governor type (individual or entity), then enter the person or business' name, then select the "Add Governor" button. Business entity names should not include an individual name. Added governors will be displayed in the governor list below the data entry fields.

Date of Formation in home jurisdiction: Enter the date of formation as recorded in the home jurisdiction.

<u>Period of Duration in Home Jurisdiction</u>: Enter the business's period of duration as it is recorded in the home jurisdiction.

<u>Nature of Business</u>: If data is prepopulated, review for accuracy and update as needed. Standard selections are available in the drop-down list, or check "other" to unlock the text box and enter a brief description of the nature of business.

<u>Certification of Existence</u>: A Certificate of Existence/Good Standing or document of similar import from the home jurisdiction issued no more than 60 days before the date of submission must be attached to this filing. Failure to do so will result in the Foreign Registration Statement being returned for correction. Contact your Secretary of State or your keeper of corporate records for instructions on obtaining this document.



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<u>Controlling Interest</u>: This section is required by the Department of Revenue. All answers are initially defaulted to "No". Review for accuracy and change the answers to "Yes" if applicable. If the question to 1 AND 2a, are "Yes" you **must** report a Controlling Interest Transfer to Return per RCW 82.45.220. Indicate by checking "Yes" or "No" in question 3 if the documentation has been filed with the Department of Revenue. For more information about Controlling Interest, contact Department of Revenue by visiting https://www.dor.wa.gov/taxes-rates/other-taxes/real-estate-excise-tax.

<u>Return Address for this Filing</u>: If provided, the confirmation email and/or letter regarding this specific filing will be sent to the email and/or mailing address provided in this section. Confirmation is also sent the Registered Agent's email and/or mailing address.

<u>Upload additional documents</u>: This section is used to upload additional documents if needed. The Office does not record meeting minutes, ownership information, operating agreements, bylaws, and other internal governance documents. If provided, these items will be removed from the record before completion. Uploading documents will delay the acceptance of the Requalification until it can be reviewed in-office.

<u>Authorized Person</u>: Provide the first and last name of the authorized person submitting the Requalification. Then select the checkbox next to "This document is hereby executed under penalty of law and is to the best of my knowledge, true and correct."