



SCC607/807
(07/08)

COMMONWEALTH OF VIRGINIA
STATE CORPORATION COMMISSION

GUIDE FOR ARTICLES OF CORRECTION
FOR A VIRGINIA CORPORATION

ARTICLES OF CORRECTION OF

_____ *(name of corporation)* _____

The undersigned, on behalf of the corporation set forth below, pursuant to § 13.1-607 of the Code of Virginia for a stock corporation or § 13.1-807 of the Code for a nonstock corporation, states as follows:

ONE

The name of the corporation prior to filing is _____ *(name of corporation)* _____.

TWO

The articles to be corrected are articles of *(incorporation, amendment, merger, share exchange, dissolution, revocation of dissolution, termination of corporate existence, domestication, incorporation surrender, entity conversion [USE APPROPRIATE TERM])*, which became effective on _____ *(date)* _____.

THREE

[Set forth a statement identifying each inaccurate or defective matter in the articles to be corrected and the correction of each inaccurate or defective matter.]

FOUR

The board of directors authorized the correction on _____ *(date)* _____.

Executed in the name of the corporation by:

_____ *(signature)* _____

_____ *(date)* _____

_____ *(printed name)* _____

_____ *(corporate title)* _____

_____ *(corporation's SCC ID #)* _____

_____ *(telephone number (optional))* _____

(The articles must be executed in the name of the corporation by the chairman or any vice-chairman of the board of directors, the president, or any other of its officers authorized to act on behalf of the corporation.)

PRIVACY ADVISORY: Information such as social security number, date of birth, maiden name, or financial institution account numbers is NOT required to be included in business entity documents filed with the Office of the Clerk of the Commission. Any information provided on these documents is subject to public viewing.

SEE INSTRUCTIONS ON THE REVERSE

INSTRUCTIONS TO FORM SCC607/807

Guideform SCC607/807 has been produced by the Commission as a guide to help prepare the corporation's articles of correction. Please note, however, that a marked-up version of this guideform will not be accepted. You must separately type and prepare your articles, using this form as a guide, inserting appropriate information and omitting all inapplicable portions, including the header, seal of the Commission, italicized text, and the text of options not utilized.

You can download this guideform from our website at www.scc.virginia.gov/clk/formfee.aspx.

The law requires that the articles be in the English language, typewritten or printed in black, legible and reproducible. White opaque paper, free of visible watermarks and background logos, 8 1/2" by 11" in size must be used. A minimum of a 1" margin must be provided on the left, top and bottom margins and 1/2" on the right margin. Use only one side of a page.

The board of directors of a corporation may authorize the correction of any articles filed with the Commission if (i) the articles contain an inaccuracy; or (ii) the articles were not properly authorized or defectively executed, attested, sealed, verified, or acknowledged.

Articles of correction may only be accepted and filed when received by the Commission within 30 days after the effective date of the certificate relating to the articles to be corrected. See §§ 13.1-607 and 13.1-807 of the Code of Virginia.

The articles must be executed in the name of the corporation by the chairman or any vice-chairman of the board of directors, the president, or any other of its officers authorized to act on behalf of the corporation.

It is a Class 1 misdemeanor for any person to sign a document he or she knows is false in any material respect with intent that the document be delivered to the Commission for filing. See §§ 13.1-612 and 13.1-811 of the Code of Virginia.

These articles may not be filed with the Commission by a corporation until all fees and penalties to be collected by the Commission under the Virginia Stock Corporation Act or the Virginia Nonstock Corporation Act have been paid by or on behalf of the corporation; provided, however, that an assessed annual registration fee does not have to be paid if these articles are **filed** with an effective date that is on or before the due date of the annual registration fee payment. See §§ 13.1-615 and 13.1-815 of the Code of Virginia.

Submit the original, signed articles to the Clerk of the State Corporation Commission, P.O. Box 1197, Richmond, Virginia 23218-1197, (Street address: 1300 East Main Street, Tyler Building, 1st Floor, Richmond, Virginia 23219), along with a check for the filing fee in the amount of **\$25.00, plus** any additional charter fee amount required by any increase in the number of authorized shares of the corporation, payable to the State Corporation Commission. **PLEASE DO NOT SEND CASH.** If you have any questions, please call (804) 371-9733 or toll-free in Virginia, (866) 722-2551.

NOTE

Upon the issuance of a certificate of correction by the Commission, the articles of correction shall become effective as of the effective date and time of the articles they correct except as to persons relying on the uncorrected articles and adversely affected by the correction. As to those persons, articles of correction are effective upon the issuance of the certificate of correction.