Instructions to Form BTA1246 – Application for a Certificate of Cancellation of a Foreign Business Trust Registered to Transact Business in Virginia

Filing Requirements	
Pay all fees and penalties before submitting this application to the Commission. If the Commission issues the certificate of cancellation on or before the annual registration fee due date, payment of the registration fee for the current year is not required	
Required Fees	**Filing Fee: $25.00**
File Online Today	**Paper Filing**
Visit https://cis.scc.virginia.gov to file the application for a certificate of cancellation in real time. **Questions?** Visit the CIS help page at https://scc.virginia.gov/pages/CIS-Help for how-to guides, answers to frequently asked questions, and helpful videos.	Download from https://scc.virginia.gov/pages/Foreign-Business-Trusts complete, print, and mail or deliver to below address: **State Corporation Commission** Clerk's Office P.O. Box 1197 Richmond, VA 23218-1197 **Courier Delivery Address** 1300 E. Main St, 1st floor Richmond, VA 23219
Pay online with a credit card or eCheck. No additional processing fees apply for filing online.	Include a check payable to State Corporation Commission. **DO NOT SEND CASH**.

This form must be used whenever a foreign business trust that is authorized to transact business in Virginia desires to have its certificate of registration voluntarily canceled. See § 13.1-1246 of the Code of Virginia.

The application must set forth the exact name of the business trust as it is currently on file with the Commission. Include the business trust's designated name for use in Virginia, if one was adopted.

Execution Requirements

If the business trust has not been merged, consolidated or converted, the application must be signed (i) by a trustee or an officer of the business trust, or if the business trust is in the hands of a receiver, trustee or other court-appointed fiduciary, by that fiduciary. See § 13.1-1202 of the Code of Virginia.

If the business trust has been merged into or consolidated with another business entity, or has converted into another type of business entity, the application must be signed by a person who is authorized to act on behalf of the surviving or resulting business entity.

The printed name and title of the person who signs must be set forth next to the signature. An individual signing on behalf of a business entity that is (i) a trustee of the business trust, or (ii) the surviving or resulting entity of a merger or consolidation with or conversion by the business trust, must set forth the business entity's name, the capacity in which the business entity is signing on behalf of the business trust, the individual's printed name, and the capacity in which he is signing on behalf of the business entity. See § 13.1-1202 of the Code of Virginia.

The person signing this application certifies that all statements and information set forth therein are true, under penalty of law.

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 § 13.1-1205 of the Code of Virginia.

NOTE

Until cancellation has been completed (or the business trust's certificate of registration to transact business is canceled for failure to pay its annual registration fee or maintain a registered office and registered agent), the business trust will remain active on the Commission's records and remain liable for the assessment and payment of annual registration fees, even though the business trust has had its existence canceled in its home jurisdiction, has stopped transacting business in Virginia, or has wound up its affairs.

An application for a certificate of cancellation does not need to be filed with the Commission on behalf of a foreign business trust that has been merged into another entity or converted into another type of entity **if** (i) the surviving entity is authorized or registered to transact business in Virginia or the surviving or resulting entity files an application for authority or registration to transact business in Virginia within 30 days of the effective date of the merger or conversion, and (ii) a certified copy of the instrument of merger or conversion, duly authenticated by the Secretary of State or other official having custody of business entity records, is filed with the Commission on behalf of the surviving or resulting entity within 30 days of the effective date of the merger or conversion, or with its application for authority or registration to transact business in Virginia. See §§ 13.1-1250 and 13.1-1250.1 of the Code of Virginia

Important Information
The application must be in the English language, typewritten or printed in black, legible and reproducible. The document must be presented on uniformly white, opaque paper, free of any visible watermarks and background logos.

Do not include personally identifiable information, such as a Social Security number, in a business entity document submitted to the Office of the Clerk for filing with the Commission. Information in these documents is available to the public. For more information, see Notice Regarding Personally Identifiable Information at www.scc.virginia.gov/clk.

Form
BTA1246
(Rev. 08/20)

State Corporation Commission

Application for a Certificate of Cancellation of a Foreign Business Trust Registered to Transact Business in Virginia

The undersigned, on behalf of the foreign business trust set forth below, pursuant to § 13.1-1246 of the Code of Virginia, hereby makes this application for a certificate of cancellation and states as follows:

1. The name of the business trust is

   _____.

2. The name of the state or other jurisdiction under whose law the business trust is or was formed is

   _____.

3. The identification number issued by the Commission to the business trust is _____.

4. **[Only mark this box if the statement is true]:**

   ☐ The business trust was a party to a statutory merger permitted by the laws of the state or other jurisdiction under whose laws it was organized and it was not the survivor of that merger.

5. The business trust revokes the authority of its registered agent to accept service on its behalf and appoints the Clerk of the Commission as its agent for service of process in any proceeding based on a cause of action arising during the time it was registered to transact business in Virginia.

6. The mailing address to which the Commission may mail a copy of any process served on the Clerk of the Commission as agent for the business trust is

   _____.

7. The business trust is not transacting business in Virginia, surrenders its registration to transact business in Virginia, and commits to notify the Clerk of the Commission in the future of any change in its mailing address.

Signed on behalf of the business trust by:

_____ (signature of authorized person)	_____ (title)
_____ (printed name)	_____ (date)
_____ (business trust's SCC ID No.)	_____ (telephone number (optional))

<u>IMPORTANT</u>: See Instructions for execution requirements.

Provide a name and mailing address to which correspondence regarding the filing of this document is to be sent. (If left blank, it will be sent to the address on a cover letter, if any, or the address set forth in paragraph 5, above.)

_____
(name)

_____
(mailing address)