

INSTRUCTIONS: ARTICLES OF AMENDMENT OF A PROFESSIONAL SERVICE CORPORATION **RCW 18.100 AND 23B.10**

General Instructions: Use dark ink only. Complete the entire form and enter all requested information in the fields provided. At our website www.sos.wa.gov/corps a fillable .pdf version of this form is available or you can file online at www.ccfs.sos.wa.gov

Mail: Send the completed form and payment to the address listed above.

Payment: Make checks or money orders payable to "Secretary of State." Checks cannot be backdated more than 60 days from the date the check is received.

Fees: The filing fee for the Articles of Amendment of a Professional Service Corporation is \$30.00

Expedited Service: If expedited service is requested, an *additional* \$50 must be added to the filing fee. Check the box indicating expedited service on page one.

ALL FILING FEES ARE NON-REFUNDABLE. ALL DOCUMENTS ARE PUBLIC RECORD.

(1) Unified Business Identifier (UBI): Provide the UBI Number assigned to the business registration as on file with the Office of the Secretary of State of Washington. The UBI Number and name of the business **must** match our records in order to be accepted.

(2) Name of Professional Service Corporation: Provide the name as recorded with the Office of the Secretary of State of Washington. The Name and UBI Number of the business **must** match our records to be accepted.

(3) Business Type: Indicate by checking "Yes" or "No" if changing your business type. If "Yes", select the appropriate business type to change to. If you are changing your business type, please review the RCW below as additional requirements **must** be attached with this form.

Profit Corporation – [RCW 23B.10](#)

Public Utility Corporation – [RCW 23B.01.590](#)

Social Purpose Corporation – [RCW 23B.25](#)

(4) Business Name Change: Provide the new name for review. If a name has been reserved and a Name Reservation Number has been provided, enter the Number and Name in the appropriate section. If a Name Reservation has not been provided select "No".

In accordance with [RCW 23.95.305](#) & [23B](#), a Professional Service Corporation name must contain the words Professional Service or Professional Corporation, or the abbreviation P.S. or P.C. A name must be distinguishable upon the records of the Secretary of State from any other entity already registered with the Secretary of State's office. If the designation is omitted, it will default to PS when processed.

If the Professional Service Corporation is organized to render dental services, the name must contain the full names or surnames of all shareholders and no other word than Chartered or the words Professional Services or the abbreviation P.S. or P.C.

(5) Corporate Shares: If changing number or class of corporate shares, indicate by checking "Yes" or "No". If "Yes", provide the new number of authorized shares and class of shares. If preferred is checked, a further description will be needed prior to issuance. Refer to [RCW 23B.06.010](#) and [RCW 23B.06.020](#) for further information.

(7) Purpose of Professional Service Corporation: If changing the purpose for the Professional Service Corporation, indicate by providing the new purpose. Any other provisions may be attached if needed.

(7) Registered Agent: If the Registered Agent has changed, indicate by selecting, “Yes” and provide new Registered Agent information.

Registered Agent: All businesses must have a Registered Agent in Washington State per RCW 23.95.415. Select only **one** type of agent. The Consent of the Registered Agent **must** be signed, regardless of the type of Registered Agent. Print the name and title of the person signing and provide the date of signature.

- **Commercial Registered Agent** is a business or individual registered with the Office of the Secretary of State, whose nature of business it is to receive legal documents, notices, or demands required or permitted by law to be served on behalf of the business. A Commercial Registered Agent has a verified address on record with the Office of the Secretary of State.
 - Select “Yes” or “No.”
 - If “Yes,” provide the name of the Commercial Registered Agent. An address is not required.
 - If “No,” continue to Noncommercial Registered Agent.
- **Noncommercial Registered Agent** is a business or individual who agrees to receive legal documents, notice, or demand required or permitted by law to be served on behalf of the business.
 - Make **one** selection: Individual, Business, or Office/Position, and fill out accordingly.
 - Individual: Write the individual’s first and last name.
 - Business: Write the business’s full name.
 - Office/Position: Write the office or position such as President, Secretary, Treasurer, or Member.
 - Provide the required **physical** street address of the Noncommercial Registered Agent. You may also provide the mailing address if needed. Addresses **must** be in Washington State.
 - Provide a contact phone number and email address. This information will be used if there are any questions regarding the submission.

(8) Governors: List the current individuals/businesses responsible for governing the business. Attach additional pages if necessary. A business cannot serve as its own governor. A governor is commonly a business/individual who has the authority to make decisions on behalf of the business.

(9) Period of Duration: If changed, select a period of duration. Only one selection will be accepted. Perpetual duration means “on-going” until the business is either administratively or voluntarily dissolved. A specified date or specified number of years, may be selected. If a specified date or years is selected the business will be administratively dissolved as recorded in this section. If no selection is provided, it will default to perpetual.

(10) Adoption of Articles of Amendment: Select how the Amendment was adopted by checking the appropriate box.

(11) Date of Adoption: Enter the specified date of when the Amendment was adopted.

(12) Effective Date: Select the date this filing is to be effective. If “Date of Filing” is selected, the effective date will be the date the submission is completed by our office. A future effective date may be specified which may not be more than 90 days **after** the date of filing.

(13) Return Address for this Filing: If provided, the confirmation regarding this specific filing will be sent to this address, in addition to the Registered Agent’s address.

(14) Postal Mail Opt-In: Check this box if the business wants to receive notifications by postal mail. If checked future notifications will be sent by postal mail to the Registered Agent’s address.

(15) Authorized Person: Sign, print, provide the signer’s title, and date the document.

If you have questions, need assistance, or would like to provide feedback, please visit the Corporations Division website at sos.wa.gov/corps email corps@sos.wa.gov or call 360-725-0377.



Office of the Secretary of State
Corporations & Charities Division

<u>Physical/Overnight address</u>	<u>Mailing Address</u>
801 Capitol Way S	PO Box 40234
Olympia, WA 98501-1226	Olympia, WA 98504-0234
Tel: 360.725.0377	www.sos.wa.gov/corps

This Box For Office Use Only

- Filing Fee \$30**
- To Expedite Filing, Add \$50**

ARTICLES OF AMENDMENT
PROFESSIONAL SERVICE CORPORATION
RCW 23B.10 & RCW 18.100

All fields are required unless otherwise specified

(1) UBI No.: _____

(2) NAME OF PROFESSIONAL SERVICE CORPORATION: (as currently recorded with the Office of the Secretary of State)

(3) BUSINESS TYPE:

Are you changing your business type? (Check one) Yes No

If Yes, select the change being made:

- WA PROFIT CORPORATION WA PUBLIC UTILITY CORPORATION
- WA SOCIAL PURPOSE CORPORATION

(4) BUSINESS NAME CHANGE: Are you changing your business name? (Check one) Yes No

New Name: _____

If designation is not provided, it will default to PS

Does this Professional Service Corporation provide Dental Services? (Check one) Yes No

If Yes: The name of a professional service corporation organized to render dental services must contain the full names or surnames of all shareholders and no other word than "Chartered" or the words "Professional Services" or the abbreviation "P.S." or "P.C."

Does the business have a name reserved? (Check one) Yes No

If Yes, provide the Name Reservation Number and Name

Reservation Number: _____

Reserved Name: _____

(5) CORPORATE SHARES: Are you changing your business's authorized shares? (Check one) Yes No

New number of authorized shares: _____ Class of shares: Common Stock Preferred Stock

If preferred is checked, a further description will be needed prior to issuance of shares. Please refer to [RCW 23B.06.010](#) and [RCW 23B.06.020](#)

(6) PROFESSIONAL PURPOSE OF CORPORATION: *Required only if changed*

Purpose for which the professional service corporation is organized

(7) Has your registered agent changed? (Check one) YES NO **If Yes, complete page 2**

NEW REGISTERED AGENT:

COMMERCIAL REGISTERED AGENT

A Commercial Registered Agent is a business or individual that is registered with the Office of the Secretary of State to receive legal documents on behalf of a corporation. A Commercial Registered Agent address has been registered with our office.

Is the Registered Agent a Commercial Registered Agent? (Check one) Yes No

If Yes, provide the name of the Commercial Registered Agent: _____

The Commercial Registered Agent must sign the consent to serve below.

If No, continue below

NON-COMMERCIAL REGISTERED AGENT

Please complete **ONE** type of Registered Agent below and provide the name in the selected box. Then continue to provide the required street address. Mailing address is optional.

<input type="checkbox"/> Individual: _____	Provide the first and last name of the individual serving as the Registered Agent. (Any person not registered as a Commercial Registered Agent.)
<input type="checkbox"/> Business: _____	Provide the name of the business serving as the Registered Agent. (Any business not registered as a Commercial Registered Agent.)
<input type="checkbox"/> Office or Position: _____	<u>Do not</u> list a business or individual's name. Provide the office or position that serves as the Registered Agent. (Examples: President, Secretary, Treasurer, or Member)
Phone: _____	Email: _____
Registered Agent Street Address (required) (Must be a physical address; No PO Box or PMB) Country: <u>United States</u> State: <u>Washington</u> Address : _____ _____ Zip: _____ City: _____	Registered Agent Mailing Address (optional) <input type="checkbox"/> Check if mailing address is the same as street address Country: <u>United States</u> State: <u>Washington</u> Address : _____ _____ Zip: _____ City: _____

CONSENT TO SERVE AS REGISTERED AGENT - REQUIRED FOR ALL TYPES

I hereby consent to serve as Registered Agent in the State of Washington for the named business. I understand it will be my responsibility to accept service of process, notices, and demands on behalf of the business; to forward mail to the business; and to immediately notify the Office of the Secretary of State if I resign or change the Registered Office Address.

Signature of Registered Agent **Printed Name/Title** **Date**

(8) GOVERNOR(S): *Required only if changed*

List at least one. Attach additional pages if necessary. **NOTE: A business cannot serve as its own Governor.**

Name: _____ Name: _____
Name: _____ Name: _____
Name: _____ Name: _____

(9) DURATION: *Required only if changed* Check **ONE** of the following

- This Company shall have a perpetual duration This Company shall have a duration of _____ years.
 This Company shall expire on _____
-

(10) ADOPTION OF ARTICLES OF AMENDMENT:

This Amendment was duly adopted by the following method (Check one)

- By a sufficient vote of shareholders in accordance with the provisions of RCW 23B.10.030 and 23B.10.040
 By the board of directors. Shareholder approval is not required.
 By the incorporators prior to the issuance of shares. Shareholder approval is not required.
-

(11) DATE OF ADOPTION: When was this Amendment adopted? (Check one)

- Date of filing Specify a date: _____
-

(12) EFFECTIVE DATE OF THIS FILING: Check **ONE** of the following

- Date of filing Specify a Date _____ (cannot be more than 90 days following received date)
-

(13) RETURN ADDRESS FOR THIS FILING: *(Optional)*

If provided, the confirmation regarding this specific filing will be sent to the address below, in addition to the Registered Agent's address.

Attention: _____ Email: _____

Address: _____

City: _____ State: _____ Zip: _____

(14) POSTAL MAIL OPT-IN: By checking the box the business and Registered Agent will not receive email notifications

- The business wants to receive **all** notifications to the Registered Agent by postal mail
-

(15) AUTHORIZED PERSON:

I hereby certify, under penalty of law, that the above information is accurate and complies with the filing requirements of state law.

Signature of Authorized Person

Printed Name/Title

Date
