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contact US

Dolliver Building
801 Capitol Way South
MS 40234
Olympia, WA 98501
(360) 725-0377
corps@sos.wa.gov

Avoid administrative dissolution

A number of things can result in the administrative dissolution of a corporation, a nonprofit corporation, limited liability company or a limited partnership.

The two most common reasons for administrative dissolution are:

1. **Failure to file a required annual report.** Annual reports are due the anniversary month that the business was filed with the Secretary of State. Two notices are mailed to the registered agent on record, and there is an option for a third notice via email. It is recommended that you also mark your calendar as a personal reminder.
2. **Failure to maintain a registered agent.** Registered agents must be available during business hours at a physical address within the State of Washington. If service is attempted on the registered agent, and is unsuccessful, the business is notified to correct the issue within 60 days. If there is no resolution, an administrative dissolution takes place.

If an administrative dissolution takes place, most business structures have up to five years to correct the dissolution and bring the status to current. Keep in mind, leaving a business in an administratively dissolved status can carry some risk. (See back page re: Business **id**entity theft)

If the business no longer wishes to operate, the voluntary dissolution process can be fairly simple and there is no filing fee. The forms and instructions can be found on our website

sos.wa.gov/corps under close a business.



the BUZZ

2014 quarterly statistics:

July 1—
September 30, 2014

New formations/
registrations:

14,175

Total active
businesses:

443,840

Annual reports filed:

83,875

Received mail:

18,994

Scanned
documents:

111,903

Phone calls:

38,140

Average time to
answer calls:

**2 minutes 35
seconds**

HAPPENINGS

Charity renewals

The Charities Program is gearing up for its peak renewal season, which starts in November. More than 4,700 charities are expected to renew by November 30, which results in unusually high volumes of phone calls, emails and front counter transactions. Program staff will make every effort to ensure the same great level of service is maintained during this busy time.

Charities can download the Charitable Organization Registration / Renewal form at www.sos.wa.gov/charities/AllForms.aspx. November 30 is the Sunday following the Thanksgiving holiday. For this reason, charities should plan to mail their renewals **no later than November 21, 2014** so they are received on or before the last business day of the month (11/26). Renewals received after the due date are subject to a \$50 late fee.

Consumer alert

Please be aware that a company named ANNUAL BUSINESS SERVICES is mailing notices to business entities requesting that "Annual Minutes" and a fee of \$125.00 be sent to it for filing.

These notices **ARE NOT** from the Washington Secretary of State's Corporations and Charities Division. "Annual Minutes" are NOT required to be filed with the Secretary of State. They are to be kept by the business entity itself.

DO NOT confuse these notices with the annual report notices sent by the Washington Secretary of State, or the Business Licensing Services at Department of Revenue reminding each business to file its 2014 annual report.

If you have questions about this notice, please contact the Corporations and Charities Division at corps@sos.wa.gov or call 360-725-0377.



HIGHLIGHTS

Corporations for Communities Award presentations

Four Washington companies, ranging from a Bellevue-based group of restaurants to a furniture store in Sumner, have been selected as recipients of the 2014 Corporations for Communities award, which honors exceptional Washington businesses that make helping the community a priority.

John Howie Restaurants in Bellevue is one of two winners of the large-company category. The Colfax-based McGregor Company is the other. The Old Cannery Furniture Warehouse in Sumner and the Barkley Company in Bellingham are the two companies receiving the small-company honors.



Secretary of State Kim Wyman will present the four companies with a National Association of Secretaries of State Medallion Award during a ceremony in her office on Nov. 12 at 1:30 p.m. The Medallion Award recognizes civic engagement, voter education efforts, government services and a commitment to giving back to the community.

"Washington is blessed to have many companies that give back to their communities, so I'm excited to honor several of these caring corporations that make a difference," said Secretary of State Kim Wyman.

During the Nov. 12 ceremony, six additional nominees will receive honor roll certificates for their community efforts. These companies include Jacks County Store (Ocean Park), M&N Absolute Auto (Everett), NW Sleeps (Olympia), Avista (Spokane), Pioneer Grocery (South Bend) and A Picket Fence (Sumner).

New system update

The Corporations and Charities Division continues progress toward its new filing system. It is our desire to deliver a live and publicly available system by the first quarter of 2016.

Here are the recent events in the development of this system:

- We have completed the user interface design for the web pages our customers will use.
- We kicked off the system design and architecture phase on September 15 with Cayzen Technologies.
- We are working with our partner agencies during this phase to maximize interoperability and customer convenience.

Tips & Tidbits

NEW SEATTLE RESTAURANT GUIDE! A guide to opening a restaurant in Seattle. Navigate the permitting and licensing steps for starting your restaurant in Seattle.

<http://www.growseattle.com/restaurant>

RESOURCE FOR NEW BUSINESSES:

The Small Business Guide provides helpful information, offers links to valuable resources and outlines the steps for starting and operating a business in Washington state. The Small Business Guide is available in English, Spanish, Korean, Vietnamese and Chinese.

[Washington State Small Business Guide](#)

Suggestions for this newsletter? Please contact Patrick Reed :
Patrick.reed@sos.wa.gov

Prevent and detect business identity theft



Is your business a target?

Identity theft can happen to a business just as easily as it happens to individuals. Once you learn that your business **id**entity has been stolen, damage may already have been done to your business, your finances, and your reputation.

Below you will find simple steps businesses can take to help secure your business **id**entity.

1. **Protect your business records and sensitive information** - Use a secure location and keep a records inventory.
2. **Know who you share your information with** - Protect your SSN, your EIN, personal, and financial information when dealing with a vendor. Do your homework to verify who you are doing business or contracting with.
3. Shred sensitive documents when they are no longer needed.
4. Limit and monitor employee access to sensitive information
5. **Review your accounts and business documents on a regular basis** - Be aware of unusual charges, changes to accounts or unintended changes in your [Secretary of State](#) or [Business Licensing](#) information.
6. Avoid leaving your business in inactive status. **Administrative dissolution** leaves the door open for someone to reinstate and assume your business, including the name and Unified Business Identifier (**UBI**). If your business is closed, be sure to follow the appropriate dissolution process found here: www.sos.wa.gov/corps under close a business.

If you suspect your business is a victim of **id**entity theft you should:

1. Call local law enforcement
2. Contact your bank and credit reporting agencies
3. Contact your vendors, suppliers and possibly your affected customers.