



Office of the Secretary of State
Corporations & Charities Division

Washington Social Purpose Corporation

See attached detailed instructions

Filing Fee \$180.00

Filing Fee with Expedited Service \$230.00

This Box For Office Use Only

UBI Number:

ARTICLES OF INCORPORATION

Chapter 23B RCW

ARTICLE I NAME

NAME OF CORPORATION:

(Must contain one of the following corporate designations: Social Purpose Corporation or S.P.C)

ARTICLE II ORGANIZATION

This corporation is organized under the Washington Business Corporation Act (the "Act") as a social purpose corporation governed by chapter 23B RCW of the Act.

ARTICLE III PURPOSE AND POWERS

1. The business purpose or purposes of this corporation is/are:

(attach additional sheets if necessary)

2. This corporation is organized to carry out the above business in a manner intended to promote positive short-term or long-term effects of, or minimize adverse short-term or long-term effects of, the corporation's activities upon any or all of: (check all that apply)

- (1) the corporation's employees, suppliers, or customers;
- (2) the local, state, national, or world community; or
- (3) the environment

3. List the specific social purpose(s) for which this corporation is organized (Optional):

4. The mission of this social purpose corporation is not necessarily compatible with and may be contrary to maximizing profits and earnings for shareholders, or maximizing shareholder value in any sale, merger, acquisition, or other similar actions of the corporation.

Other provisions to these articles may be attached. (Optional)

**ARTICLE IV
SHARES**

1. NUMBER OF AUTHORIZED SHARES: _____
(Minimum of one (1) share must be listed)

2. CLASS OF SHARES: *(If no selection is made, class defaults to common stock)*

- Common Stock
- Preferred Stock *(If preferred is checked, an attached description is required)*

**ARTICLE V
EFFECTIVE DATE OF INCORPORATION** *(Please check one of the following)*

- Upon filing by the Secretary of State
- Specific Date: _____ *(Specified effective date must be within 90 days AFTER the Articles of Incorporation have been filed by the Office of the Secretary of State)*

**ARTICLE VI
TENURE**

(Please check one of the following and indicate the date if applicable)

- Perpetual existence
- Specific term of existence _____ *(Number of years or date of termination)*

**ARTICLE VII
REGISTERED AGENT CONSENT**

NAME AND ADDRESS OF THE WASHINGTON STATE REGISTERED AGENT:

Name: _____

Physical Location Address *(required)*:

City _____ WA Zip Code _____

Mailing or Postal Address *(optional)*:

City _____ WA Zip Code _____

CONSENT TO SERVE AS REGISTERED AGENT:

I consent to serve as Registered Agent in the State of Washington for the above named corporation. I understand it will be my responsibility to accept Service of Process on behalf of the corporation; to forward mail to the corporation; and to immediately notify the Office of the Secretary of State if I resign or change the Registered Office Address.

X _____

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

**ARTICLE VIII
INCORPORATORS**

NAME AND ADDRESS OF EACH INCORPORATOR:

(If necessary, attach additional names and addresses)

Name: _____

Address: _____

City _____ State _____ Zip Code _____

Name: _____

Address: _____

City _____ State _____ Zip Code _____

This document is hereby executed under penalties of perjury, and is, to the best of my knowledge, true and correct.

X _____	_____	_____	_____
Signature of Incorporator	Printed Name/Title	Date	Phone Number

INSTRUCTIONS – SOCIAL PURPOSE CORPORATION

Please complete all sections of the Articles of Incorporation. **USE DARK INK ONLY.** For an electronic, fillable version of this form, please visit our website at www.sos.wa.gov/corps

Article I NAME:

Enter the name of the corporation. A social purpose corporation name must contain one of the following endings: **Social Purpose Corporation, SPC, or S.P.C.** The name must be distinguishable upon the records of the Secretary of State from any other entity registered with the Secretary of State's office. You may search our website at www.sos.wa.gov/corps or call us at 360-725-0377 to check for name availability before filing.

Article II ORGANIZATION:

This statement is required to be in the articles of a social purpose corporation.

Article III POWERS AND PURPOSES:

1. Enter the general business purpose or purposes of the corporation.
 2. Check the appropriate social purpose(s).
 3. List any specific social purposes for which this corporation is formed. This is not required.
 4. The mission statement is required to be in the articles of incorporation.
- You may attach other provisions on a separate sheet of paper.

Article IV SHARES:

1. Enter the number of shares the corporation is authorized to issue. There must be at least 1 share authorized in a corporation.
2. If preferred stock is indicated an attached description is required. If no selection is made, then class defaults to common stock.

Article V EFFECTIVE DATE:

An effective date may be specified. The effective date can be up to 90 days AFTER the Articles of Incorporation have been filed by the Office of the Secretary of State.

Article VI TENURE:

Choose Perpetual (*ongoing until dissolved*) or enter a specific date or a specific number of years the corporation will exist.

Article VII REGISTERED AGENT CONSENT All corporations must have a registered agent in Washington State. The registered agent may be an individual who is a resident of Washington State, or a business entity registered with the Secretary of State's office. The agent **must have** a physical address in Washington State where personal service of process may be made. An alternative mailing address may be used in addition to the physical address, where notices may be sent from the Secretary of State's office. **The Registered Agent must print their name and sign the consent to serve as Registered Agent.**

Article VIII INCORPORATORS:

An Incorporator is a person(s) forming the corporation. Please list the full name and address of each Incorporator. Only one Incorporator signature is **required**.

Additional Information:

You may attach any optional provisions to these articles (*please do not attach bylaws or minutes, these items are not filed with this office*). If you have questions, need assistance, or would like to provide feedback please visit the Corporations Division website at www.sos.wa.gov/corps or call 360-725-0377.

FEES: The filing fee for Articles of Incorporation is \$180.00. If expedited service is requested, include an additional \$50.00 and write "EXPEDITE" on the outside of the envelope. Make the checks or money orders payable to "Secretary of State". **(ALL fees are non-refundable)**

Mail completed forms and payment to:

Secretary of State
Corporations Division
801 Capitol Way S
PO Box 40234
Olympia WA 98504-0234