



## Reinstatement: Nonprofit Miscellaneous & Mutual Corporation – Online Instructions

**Purpose:** Instructions for submitting a Reinstatement online. A Reinstatement is due within 5 years of the business entity's dissolution date.

**Filing Fee:** The filing fee is \$10 per Annual Report year missed.

**Penalty Fee:** In addition to the filing fee, a \$35 penalty fee is assessed.

If you experience any problems or have questions while using the online filing system, please contact the Corporations and Charities division using the information available on the Contact Us [page](#)

- Visit our [Corporations and Charities Filing System](#) landing page and log into your account.
- Once logged in, select “Reactivate a Business” from the navigation bar on the left side. Search for your business by entering your UBI number or Business Name, then select the “Search” button.
- Select the desired business from the business search results then select the “Continue” button. A pop up will appear which will provide the date of the administrative dissolution and the date until the business entity is eligible to submit the Reinstatement. Once you select “Yes” the page will advance to the online Reinstatement to be completed.
  - If the business entity is within six months of its next annual report date the system will provide a pop up asking, “Do you want to pay to reinstate the current annual report year?”
    - If you select “Yes” upon completion of the Reinstatement the expiration date will reflect the next year.
    - If you select “No” upon completion of the Reinstatement the business entity will have an Annual Report due in less than six months.
- Once the required fields are completed and desired updates have been made, select “Continue” to advance to the review page. Confirm the information is accurate, then select “Add to Cart”.
- At the shopping cart, there is the option to select a maximum of five submission items at once. Once the submission item(s) are selected, select the “Checkout” button.
- Confirm the selected item(s), then select “Proceed to Checkout” button. Filing fees for the selected item(s) will be calculated automatically when they are added to the cart.
- On the checkout page, enter the required payment information and select the “Place your Order” button.
- After placing the order, the Reinstatement will require review by the Secretary of State staff. When the Reinstatement is successfully filed, the confirmation letter and file stamped documents will be available in the user account's “Notices and Filed Documents” folder.



## Reinstatement modules

**Business Information:** This reference section reflects the information that is currently recorded for the business. Fields to edit the information will follow.

**Business Name:** Perform a business entity name look up. If the name is still **Available** this will show next to the business entity name in green. If it shows as **Not Available** a business Amendment will need to be submitted and successfully filed prior to a Reinstatement being processed. Please note: Our staff must review the submission before the availability of the name is guaranteed.

**Registered Agent:** The Registered Agent information can be edited or replaced entirely.

- To edit the current Registered Agent information, select the edit icon under “Action” in the Registered Agent section and edit the information as needed. An email address for the registered agent is required.
- To replace the Registered Agent, select the trash can icon under “Action” in the Registered Agent section, then select the appropriate Registered Agent type and search for the person or entity name, if prompted.
  - For a Commercial Registered Agent Search: Select the agent from the results and select the “Select Agent” Button.
  - For a Non-Commercial Registered Agent Search: To ensure accurate information is recorded, select “Add New Agent” even if search results appear. Then enter the email address, and Washington State street address for the appointed agent. A phone number and Washington State mailing address (if different than the street address) can be provided but are not required.

**Principal Office:** This is the place where the business’ records are kept. If data is prepopulated, review for accuracy and update as needed. An email address is required for the Principal Office.

**Governors:** List the current individuals and/or businesses responsible for governing the business. If data is prepopulated, review for accuracy, and add, remove, or edit governors as needed.

- To remove a governor, select the trash can icon under “Actions” in the governor list.
- To add additional governors, select the governor type (individual or entity), then enter the person or business’ name, then select the “Add Governor” button. Business entity names should not include an individual name. Added governors will be displayed in the governor list below the data entry fields.

**Nature of Business:** If data is prepopulated, review for accuracy and update as needed. Standard selections are available in the drop-down list, or check “other” to unlock the text box and enter a brief description of the nature of business.

**Effective Date:** A future effective date will delay the updates to the business’ record until the date provided. If the date is after the expiration date, the business will be issued a delinquency notice as part of the automated notice process. To update the business’s record immediately upon completion, select “Date of Filing.”

**Controlling Interest:** This section is required by the Department of Revenue. All answers are initially defaulted to “No”. Review for accuracy and change the answers to “Yes” if applicable. If the question to 1 AND 2a, are “Yes” you **must** report a Controlling Interest Transfer to Return per [RCW 82.45.220](https://leg.wa.gov/RCW/default.aspx?cite=82.45.220). Indicate by checking “Yes” or “No” in question 3 if



the documentation has been filed with the Department of Revenue. For more information about Controlling Interest, contact Department of Revenue by visiting <https://www.dor.wa.gov/taxes-rates/other-taxes/real-estate-excise-tax>.

**Return Address for this Filing:** If provided, the confirmation email and/or letter regarding this specific filing will be sent to the email and/or mailing address provided in this section. Confirmation is also sent the Registered Agent's email and/or mailing address.

**Upload additional documents:** This section is used to upload additional documents if needed. The Office does not record meeting minutes, ownership information, operating agreements, bylaws, and other internal governance documents. If provided, these items will be removed from the record before completion. Uploading documents will delay the acceptance of the Reinstatement until it can be reviewed in-office.

**Authorized Person:** Provide the first and last name of the authorized person submitting the Reinstatement. Then select the checkbox next to "This document is hereby executed under penalty of law and is to the best of my knowledge, true and correct."