State of Wisconsin
DEPARTMENT OF FINANCIAL INSTITUTIONS
Division of Corporate & Consumer Services

FORM **102-I**

Nonstock Corporation Articles of Incorporation

INFORMATION AND INSTRUCTIONS

Form 102 may be used to file articles of incorporation for a nonstock corporation ("corporation"). A corporation is not required to use this form to file its articles of incorporation; however, if a corporation does not want to use this form, it will need to ensure that it provides the Department of Financial Institutions ("department") with all of the information that is required by s. 181.0202 Wis. Stats. at the time it files. Please note that this form contains only the minimal information required by s. 181.0202(1) Wis. Stats., and may not meet every corporation's needs. Department staff cannot provide legal advice regarding this matter.

Upon receipt of this document, the department shall stamp or otherwise endorse the date of receipt on the original. The department may return an acknowledgement copy as confirmation of the date of receipt.

INSTRUCTIONS:

Enter the name of the corporation. **The corporate name of a domestic corporation must be distinguishable upon the records of the department.** The corporate name shall contain the word "corporation", "incorporated", "company" or "limited" or the abbreviation "corp.", "inc.", "co." or "ltd." or words or abbreviations of like import in another language.

Enter the mailing address of the initial principal office of the corporation. "Principal office" means the office, whether in or outside this state, of a domestic corporation or a foreign corporation where its principal executive offices are located.

Enter the name of the corporation's initial registered agent at the above office. The registered agent shall be any of the following:

INDIVIDUALS: An individual who resides in the State of Wisconsin and whose business office is identical with the registered office.

DOMESTIC ENTITIES: A domestic corporation, stock corporation, limited partnership, registered limited liability partnership, or limited liability company, incorporated, registered, or organized in the State of Wisconsin, whose business office is identical with the registered office.

FOREIGN ENTITIES: A foreign corporation, stock corporation, limited partnership, registered limited liability partnership, or limited liability company, authorized to transact business in the State of Wisconsin, whose business office is identical with the registered office.

Enter the street address of the corporation's initial registered office and the email address of the registered agent. Each corporation shall continuously maintain a registered office in the State of Wisconsin.

The corporation must indicate whether it will have members. For legal information regarding members and memberships in nonstock corporations, see subchapter VI of chapter 181 of the Wisconsin Statutes.

If the corporation is authorized to make distributions under section 181.1302(4), Wis. Stats., the articles of incorporation must include a statement to that effect. If the articles of incorporation do not authorize distributions under section 181.1302(4), then distributions may only be made under the conditions specified under sections 181.1302(1) to (3), Wis. Stats.

Drafter: If the document is executed in Wisconsin, section 182.01(3) of the Wisconsin Statutes requires that it include the name of the drafter. If the document is not executed in Wisconsin, so indicate in the space provided for the drafter's name.

Enter the name and address of each incorporator. One or more persons may act as the incorporator or incorporators of a corporation by delivering articles of incorporation to the department for filing. At least one incorporator must sign the Articles of Incorporation.

REPORTING REQUIREMENTS NOTIFICATION – (provided pursuant to s. 181.0203(3), Wis. Stats.):

Regulation of Charitable Organizations

A Nonstock Corporation operating as a "charitable organization" and soliciting contributions, may be subject to additional regulation under s. 202.12 of the Wisconsin Statutes and may be obliged to register and file financial reports with our Department.

Information on additional requirements, including the: annual registration requirement, registration statement, annual financial report, audit requirement, acceptance of other information, exemptions from registration, reporting tax exemption or organizational changes, contracts and contribution limits is available on the DFI website at dfi.wi.gov, or by calling 608-267-1711.

OPTIONAL INFORMATION: These articles (or others you may wish to add) are provided for optional information that you may elect to include, such as a delayed effective date, the name and address of the initial directors, a purpose clause, tax-exempt provisions, etc.

Delayed Effective Date, if applicable: Subject to the conditions set forth in s. 181.0123 and 181.0123(2) Wis. Stats., a document filed by the department under Ch. 181 is effective on the date it is received by the department for filing, unless a delayed (future) effective date is declared in the document. To name a delayed effective date, enter the future effective date on the appropriate space on the form. The delayed effective date may not be more than 90 days after the date the document is received by the department

Other Provisions and purpose statement.

> Example: The names and addresses of the natural persons who will serve as the initial directors. A board shall consist of 3 or more individuals, with the number specified in or fixed in accordance with the articles of incorporation or bylaws.

Enter your contact information, so we may send you an acknowledgement of this filing.

TAX EXEMPT STATUS: *Nonstock Corporations expecting to apply to the Internal Revenue Service for federal TAX-EXEMPT STATUS should obtain and read IRS Publication 557 "Tax-Exempt Status for Your Organization" before preparing these articles of incorporation, as the articles must contain particular language and provisions to meet federal tax code requirements.*

Information requested may be used for secondary purposes. This document can be made available in alternate formats upon request to qualifying individuals with disabilities

NONREFUNDABLE FILING FEE: Make **$35.00** remittance payable to the Department of Financial Institutions. *Optional expedited service:* The nonrefundable expedited service fee of **$100.00** is in addition to the filing fee required for this document to be processed, and provides the document will be processed in an expeditious manner.

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Mailing Address:

State of WI – Dept. of Financial Institutions
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Milwaukee WI 53293-0348

Physical Address for Express Mail/Courier

Department of Financial Institutions
Division of Corporate & Consumer Services
4822 Madison Yards Way, North Tower
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