



FORM **10-I**

**Business Corporation  
Articles of Dissolution**

**INFORMATION AND INSTRUCTIONS**

Form 10 may be used to file articles of dissolution for a business corporation (“corporation”). A corporation is not required to use this form to file its articles of dissolution; however, if a corporation doesn’t 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. 180.1401 Wis. Stats.](#) at the time it files. Please note that this form contains only the minimal information required by [s. 180.1401 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:**

1. Enter the name of the corporation.
2. Identify the statutory grounds for dissolution under s. 180 Wis. Stats. by checking one of the boxes.

DISSOLUTION BEFORE ISSUANCE OF SHARES ([180.1401 Wis. Stats.](#)): The Incorporators or the board of directors of a corporation that has not issued shares may authorize the dissolution of the corporation. The date of incorporation and the individual that authorized the dissolution are required under this section of the statute.

DISSOLUTION BY BOARD OF DIRECTORS AND SHAREHOLDERS ([180.1402 Wis. Stats.](#)): A Corporation’s board of directors may propose dissolution for submission to the shareholders. The board of directors may condition its submission of the proposal for dissolution on any basis. The corporation shall notify each shareholder, whether or not entitled to vote, of the proposed shareholders’ meeting in accordance with s. 180.0705, except the notice shall state that the purpose or one of the purposes, of the meeting is to consider and to act upon dissolving the corporation. The date the dissolution was authorized is required under this section of the statute. If the corporation is to retain the exclusive use of its name for less than 120 days after the effective date of its articles of dissolution, as provided in s. 180.1405 (3), a statement specifying the shorter period is requested. If left blank the corporation will retain the name for 120 days.

3. Enter the name of the drafter of the articles of dissolution. If the articles of dissolution are executed in Wisconsin, [s. 182.01\(3\) Wis. Stats.](#) provides that they shall not be filed unless the name of the drafter (either an individual or a governmental agency) is printed in a legible manner. If the articles of dissolution were not executed in Wisconsin, enter the remark “Not Executed in Wisconsin”.
4. This document must be executed by an officer of the corporation, subject to two limited exceptions: ( 1) if directors have not been selected, it may be signed by an incorporator identified in the initial articles of incorporation; and (2) if the corporation is in the hands of a receiver, trustee or other court-appointed fiduciary, it may be signed by the fiduciary. Corporate directors are not authorized to sign this document in their capacities as directors. (A corporate director who also serves as an officer may sign the document, but that person must sign in their capacity as an officer of the corporation.)

**OPTIONAL INFORMATION:**

**5. *Delayed Effective Date, If applicable:***

Subject to the conditions set forth in [s. 180.0123 \(2\)](#), this document may declare a delayed effective date and time. The effective date/time may not be before, or more than 90 days after, the document is received by the Department of Financial Institutions for filing. If no effective date/time is specified, the document will take effect at the close of business on the date it is received for filing by the Department.

**6. Enter your contact information; so we may send you an acknowledgement of this filing and/or contact you with any questions.**

**NONREFUNDABLE FILING FEE:** Make **\$35.00** remittance payable to the [Department of Financial Institutions](#). *Optional expedited service:* The nonrefundable expedited service fee of **\$25.00** 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.

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

**Mailing Address:**

State of WI – Dept. of Financial Institutions  
Box 93348  
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  
Madison WI 53705