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FORM **5-I**

**Nonstock Corporation &
Limited Liability Company
Annual Report**

INFORMATION AND INSTRUCTIONS

ANNUAL REPORT REQUIRED UNDER SECTION [181.0214](#) or [183.0212](#), WIS. STATS.

The form 5 is mandatory and must be used to file the REQUIRED ANNUAL REPORT for a Domestic or Foreign Nonstock Corporation and Domestic or Foreign Limited Liability Company. Failure to file this report may result in administrative dissolution for domestic entities under ss. [181.1420](#) & [183.0708](#), Wis. Stats. or revocation/termination for foreign entities under ss. [181.1530](#) & [183.09101](#), Wis. Stats.

The filing fees for this report are set forth in the table below. If you are unsure of your organization's entity type, you can check your entity's corporate record with the Department through the Department's online corporate record search. Departmental staff cannot provide legal advice regarding this form.

Required Annual Report Filing Fees*

| Type | Chapter | Fee |
|---|---------|------------------|
| Domestic (WI) Nonstock Corporation | 181 | \$25.00 per year |
| Foreign Nonstock Corporation | 181 | \$80.00 |
| Domestic (WI) Limited Liability Company | 183 | \$25.00 per year |
| Foreign Limited Liability Company | 183 | \$80.00 |

***Effective March 1, 2024, there is a \$15.00 surcharge to file on paper per DCCS 10.01(6). This is reflected in the foreign annual report fees listed above. Domestic nonstock corporations and limited liability companies will add \$15.00 to the accumulated annual report fees.**

A **domestic** nonstock corporation or limited liability company must deliver its annual report to the Department each year following the calendar year in which the entity was incorporated/organized. The report must be filed during the calendar year quarter in which the anniversary date of the incorporation/organization occurs. (See ss. [181.0214\(3\)\(a\)](#) & [183.0212\(3\)\(a\)](#), Wis. Stats.)

Domestic Entity Annual Due Dates

| Incorporation Date | Annual Due Date |
|--|----------------------------|
| January 1 st thru March 31 st | March 31 st |
| April 1 st thru June 30 th | June 30 th |
| July 1 st thru September 30 th | September 30 th |
| October 1 st thru December 31 st | December 31 st |

A **foreign** nonstock corporation or limited liability company authorized to transact business in this state must deliver its annual report to the department during the first calendar quarter of each year following the calendar year in which the foreign corporation/limited liability company became authorized to transact business in this state. (See ss. [181.0214\(3\)\(b\)](#) & [183.0212\(3\)\(b\)](#), Wis. Stats.)

Foreign Entity Annual Due Date

| Qualification Date | Annual Due Date |
|--|------------------------|
| January 1 st thru December 31 st | March 31 st |

Please complete each section, answering ALL questions. IF SOMETHING IS LEFT BLANK THE REPORT WILL BE REJECTED AND RETURNED. Be sure the report is signed, dated, and includes a check payable to the Department of Financial Institutions for the appropriate filing fee (see above).

INSTRUCTIONS:

- 1.** Enter the name of the entity. If the foreign entity is using a fictitious name, enter both the entity's true name and its fictitious name.
- 2.** Provide the state or foreign country under whose laws the entity was formed. Domestic entities should select "Wisconsin".
- 3.** Enter the name and email address of the registered agent and the mailing address of the registered office in Wisconsin. The registered office must be an actual physical location with a street address (not solely a P.O. Box or mailbox service) that serves as the registered agent's business office. Each entity must maintain a registered office and registered agent with an email in Wisconsin.
THE ENTITY MAY NOT NAME ITSELF AS THE REGISTERED AGENT.
- 4.** Enter the email address of the registered agent.
- 5.** Enter the address of the principal office. A principal office is the location where the entity maintains its principal executive offices.
- 6.** Additional Required Information:

Limited Liability Company: Enter the name of a manager or member, depending on where management of the company is vested under s. [183.0407](#), Wis. Stats. Under Wisconsin law, a limited liability company is member-managed unless its written operating agreement provides that management is vested in managers or that the company is or will be "manager-managed," "managed by managers," or words of similar effect.

If management is vested in managers, provide the name of at least one manager of the company. If management is vested in members, provide the name of at least one member of the company.

Nonstock Corporations: Provide the name and mailing address of each director and principal officer of the corporation.

DIRECTORS: Wisconsin law requires that a director must be an individual (not an entity), and that nonstock corporations must have at least three directors. The articles of incorporation or bylaws may prescribe other qualifications for directors. (See ss. [181.0802](#) & [181.0803](#), Wis. Stats.)

PRINCIPAL OFFICERS: Unless the corporation's articles of incorporation or bylaws provide otherwise, Wisconsin law requires a nonstock corporation to have a president, a secretary, a treasurer, and such other officers as are appointed by the board of directors. The same individual may simultaneously hold more than one officer position in a corporation. (See s. [181.0840](#), Wis. Stats.)

FILING FEE: Make payment to the Department of Financial Institutions. If requesting optional expedited service, please check the expedited service box in the upper-right corner of the form and include an additional \$100.00. Filing fees are non-refundable.

This document can be made available in alternate formats upon request to qualifying individuals with disabilities. Upon filing, the information in this document becomes public and might be used for purposes other than those for which it was originally furnished. If you have any questions, please contact the Division of Corporate & Consumer Services at 608-261-7577 (hearing-impaired may call 711 for TTY) or by email at DFICorporations@dfi.wisconsin.gov.

Mailing Address:

State of WI-Dept. of Financial Institutions
Box 93348
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Physical Address for Express Mail/Courier

Department of Financial Institutions
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