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CORPORATE FORMATION QUESTIONNAIRE

The following information is necessary for us to prepare the documents required to form your Corporation. If the information requested does not apply, simply mark the blank N/A. If you are unsure of an answer, please provide your best estimate.

Personal and General Corporate Information

1) Officer/Director Information

Officer/Director Name	Title	Address	Phone	Date of Birth	SSN

2) Supplemental Applications: Would you like my firm to prepare the following applications on your behalf:

1. Form SS-4 (EIN Application—filed with IRS, applies for federal tax id #): Y N
2. Master Application (filed with DOL, application for business license): Y N
3. Form 2553 (IRS “S” Election if applicable – filed with IRS): Y N

3) Name of Corporation: Please list the name of the Corporation in your order of preference. The Secretary of State requires that you list two additional names in case your first choice is already taken or otherwise rejected by the Secretary of State’s Office (be specific, i.e. “and” or “&”, whether or not the name begins with “The...”,etc).

1. _____
2. _____
3. _____

4) If the above Officers/Directors are married, list full name(s) of spouse(s) if not listed above

- 5) Principal Place of Business? (address) _____
- 6) Principal products or services that the Corporation will provide (purpose of Corporation) _____

- 7) Have you bought, leased or acquired any or all of an existing business or its assets?
- a) Date bought/leased/acquired _____
 - b) Prior business name _____
 - c) Prior owner's name _____
 - d) Telephone number _____
- 8) Did you purchase/lease any fixtures or equipment for which you have not paid sales/use tax? _____
If yes, indicate the purchase or lease price: _____
- 9) Is this business owned by, controlled by, or affiliated with any other business entity? _____
- a) Please indicate that business entity's legal name _____
- 10) Have you ever owned another business? _____
- a) Name: _____
 - b) UBI number: _____
 - c) EIN _____
- 11) If you are changing your business structure (e.g., changing from a sole proprietorship to a corporation/LLC) and want the old account closed, please provide the UBI number to be closed: _____
- 12) Bank or intended bank's name: _____
- 13) Estimated Gross Annual Income for the Corporation: _____
- 14) Will you hire any employees? _____ How Many? _____ Will you hire Minors? _____
- 15) First date wages or annuities will be paid _____
- 16) Do you plan to hire any independent contractors that you will report on Form 1099? _____

17) Capital Contributions and Stock Shares. Please indicate the dollar amount or form of each Shareholder's capital contribution and the amount of stock to be issued to each officer.

<u>Shareholder</u>	<u>Initial Capital Contribution</u>	<u>Number of Shares</u>
_____	\$ _____	_____
_____	\$ _____	_____
_____	\$ _____	_____
_____	\$ _____	_____

18) For federal tax purposes, most closely held corporation's elect "subchapter-S" status which allows for pass-through taxation to the individual shareholder, thereby avoiding the double tax on profits. How do you wish your corporation to be taxed? We encourage you to discuss this issue with your accountant.

- Subchapter "S"
- Subchapter "C"

19) Will you require buy-sell or other and related agreements need to be to be prepared or reviewed? It is particularly important to have these agreements if there are multiple shareholders of the corporation.

- Yes
- No.
- Not applicable.

20) Do employment contracts and related agreements need to be prepared?

- Yes. Please designate the agreement(s) you would like prepared and the reasons why:

- No.

Please provide signatures of all *directors* of the corporation:

If you have any questions regarding information requested on this form please call Anne Burgess, Stuart Scarff or Joseph Pew at 206.236.1500 or email anne@scarfflaw.com, stuart@scarfflaw.com, or joe@scarfflaw.com.