



State of Utah
Department of Commerce
Division of Corporations & Commercial Code
Information on Incorporating A Professional Business Corporation

This guide-sheet is not intended to substitute nor replace the advice of legal counsel. We strongly encourage you to consult with an attorney. A Professional corporation is formed in the state of Utah by filing Articles of Incorporation in duplicate with the Division of Corporations and Commercial Code, with the appropriate fee.

The Articles of Incorporation must include the following information (U.C.A. Section 16-11-4 & 16-10a-202):

- a. The corporate name should contain the words or abbreviation of the words professional corporation such as the letters P.C.
- b. The profession and purpose or purposes for which the corporation is formed.
- c. The number of shares and class the corporation is authorized to issue. If more than one class of shares is authorized, each class must be designated along with a description of the preferences, limitations and relative rights of each class. For additional information, see U.A.C. Section 16-10a-601.
- d. The name and address of each shareholder.
- e. The name and address of each incorporator (one or more persons may act as incorporators).
- f. The signature of each of the incorporators.
- g. The name and address of each Officer and Director (must have at least one of each).
- h. For Non-Commercial Registered Agents: The Utah street address of the business entity's initial registered office and the name of its initial registered agent at such address.
For Commercial Registered Agents: The name of the commercial registered agent and the registration number.
- i. The principal address.

* All incorporators, shareholders, and officers must be a licensed professional in the profession for which the corporation was formed with exception of Secretary and Treasurer.

When filing Articles of Incorporation, you must include the following:

- a. One (1) copy, originally signed, of Articles of Incorporation and one (1) copy of the original containing all of the information listed above.
- b. The non-refundable processing fee of \$70.00.

Where to file: You may file in person, by mail or fax. Means of payment are: cash, check, or money order made payable to the "State of Utah". **However, if you are faxing, on a cover sheet, you must include the number of a Visa, MasterCard, or American Express with the date of expiration.**

Under GRAMA {63G-2-201}, all registration information maintained by the Division is classified as public record. For confidentiality purposes, you may use the business entity physical address rather than the residential or private address of any individual affiliated with the entity.