



State of Utah
Department of Commerce
Division of Corporations & Commercial Code
Articles of Incorporation (Professional) Instructions

Means of payment are: cash, check, credit card or money order made payable to the “**State of Utah.**” If faxing you must include, on a cover sheet, the number of a Visa, MasterCard or American Express with the date of expiration.

- 1. Name of Corporation:** The name of the corporation – the name **must** contain the terms “Professional Corporation” or “P.C.” The name **may not** contain the words “incorporated” or “inc.” Nor may it contain language stating or implying that the professional corporation is organized for a purpose other than that which is permitted by law. [16-11-16](#)
- 2. Purpose:** A professional corporation may be organized only for the purpose of rendering one specific type of professional service and services ancillary thereto and shall not engage in any business other than rendering the professional service which it was organized to render and services ancillary thereto; provided, however, that a professional corporation may own real and personal property necessary or appropriate for rendering the type of professional service it was organized to render and may invest its funds in real estate, mortgages, stocks, bonds and any other type of investments. [16-11-6](#)
- 3. Profession:** Select the professional service being provided by the corporation from the drop-down list.
- 4. Shares:** In the drop-down box for shares, either select the type of shares from the box or type in the share type if it isn't listed. In the space directly to the right labeled “Amount,” enter the amount of those shares that the corporation is authorized to issue. If there is a second share type, click the **blue** check box and follow the previous instructions. If three or more types are authorized, attach an additional sheet listing each type and number of shares authorized.
- 5. Registered Agent:** The registered agent can be a commercial registered agent or a non-commercial registered agent. The non-commercial registered agent needs to put the name and address of the registered agent. A registered agent can be either a person or a business entity. If listing a commercial registered agent, that commercial registered agent will need to be registered with the Division of Corporations and Commercial Code. A Utah street address is required.
- 6. List the Officer(s), Director(s), and Shareholder(s).**

Officer(s): The name, position held and address of each of the corporation's officers. Once the name of an officer has been entered, use the drop-down box to select the position held by that person (type in a position title if a specific position isn't included in the list). A professional corporation must have at least one officer.

**** Officers MUST be licensed professionals in the same specific professional service for which the corporation is organized – with the exception of the positions of “Treasurer” or “Secretary.”**

Director(s): The name and address of each of the corporation's directors. A professional corporation must have at least one director.

**** Directors MUST be licensed professionals in the same specific professional service for which the corporation is organized.**

Shareholder(s): The name and address of each of the corporation's shareholders.

**** Shareholders MUST be licensed professionals in the same specific professional service for which the corporation is organized.**
- 7. List the Incorporator**

Incorporator(s): Provide the name, address and signature of the corporation's incorporator - attach an additional sheet including each of the incorporators' names, addresses and signatures if there are more than one.
- 8. Principal Address:** The primary address at which the corporation will be located.

Mailing/Fax Information: