

**ARTICLES OF AMENDMENT**

\_\_\_\_\_  
**(1)**

**(2)** \_\_\_\_\_,  
a Maryland corporation hereby certifies to the State Department of Assessments and Taxation of Maryland that:

**(3)** The charter of the corporation is hereby amended as follows:

This amendment of the charter of the corporation has been approved by

**(4)** \_\_\_\_\_  
\_\_\_\_\_

We the undersigned President and Secretary swear under penalties of perjury that the foregoing is a corporate act.

**(5)** \_\_\_\_\_  
Secretary

**(5)** \_\_\_\_\_  
President

**(6)** Return address of filing party: \_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

## GUIDELINES FOR DRAFTING ARTICLES OF AMENDMENT

This amendment is appropriate for all Maryland Corporations except Religious Corporations or Cooperatives. This guide is designed to help you meet the legal requirements to amend a charter. Questions addressing the merits or wording of the actual changes you are making should be discussed with your lawyer, accountant, or financial advisor. Legal questions of a general nature cannot be answered by the staff of this Department. You may fill in the blanks on the sample above and submit it as your Articles of Amendment. **ALL ITEMS MUST BE TYPED! Forms filled in by hand will not be accepted.**

Each item listed below describes how to fill in the blanks on the sample.

**(1)** If this is a close corporation, insert "A CLOSE CORP." If you are unsure, refer to your charter. It will say specifically if you are close. Otherwise, leave this line blank.

**(2)** Insert the exact name of the corporation. It must match our record in every way including spelling, punctuation, abbreviation, etc. If this amendment is to change the corporate name, insert the old name here.

**(3)** State the actual change here. Since this becomes part of your charter, the wording must be clear, unambiguous, and must accurately express you intentions.

If you are adopting a new corporate name, be sure to include "INCORPORATED", "CORPORATION", "LIMITED", "COMPANY" or an acceptable abbreviation of one of these terms.

If the amendment increases stock, it must state the number of shares and the par value of each share both before and after this amendment.

**(4)** Select the option listed below that applies to your corporation. Only one of these options can apply.

\*If this corporation has directors and shareholders, insert "the directors and shareholders".

\*If this is a close corporation that has no directors, insert "the stockholders. This is a close corporation that has elected to have no directors".

\*If this is a corporation that has authority to issue stock, but has not yet issued any, insert "the directors. No stock has been issued".

\*If the corporation has no authority to issue stock, but has a membership entitled to vote on amendments, insert "the directors and members".

\*If the corporation has no authority to issue stock and there is no membership entitled to vote on amendments, insert "the directors. There is not membership entitled to vote on amendments".

**(5)** Have the appropriate officers sign. The signature must be by different individuals unless this is a close corporation. If this is a close corporation, be sure you have inserted "A CLOSE CORPORATION" as indicated in item number 1.

**(6)** Insert your return address.

**FEES:** The filing fee is \$100.00 unless the amendment increases stock. If stock is increased call 410-767-1350 for details. Make check payable to the State Department of Assessments and Taxation. There is an additional charge for Certified copies and Expedited Service.

Revised 4/05

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**How long will it take to process my documents?** Regular processing time for submitted documents is about 7-8 weeks; Expedited processing request will be responded to within 7 business days. Documents hand-delivered in limited quantities receive same day service between 8:30 am and 4:30 pm. **Hand-delivered transactions are to be paid by check only.** There is an expedited fee for same day service for document processing.

The expedited service fee is an additional \$50.00 for this document; other fees may also apply. Check the Fee Schedule web page for a list of all service fees, <http://www.dat.state.md.us/sdatweb/fees.html>

Mail completed forms to: State Department of Assessments and Taxation, Charter Division, 301 W. Preston Street; 8th Floor, Baltimore, MD 21201-2395. Fax completed forms with Mastercard or Visa credit card payment information to 410-333-7097. Fax request will be charged the additional expedited service fee.

**NOTE:** Due to the fact that the laws governing the formation and operation of business entities and the effectiveness of a UCC Financing Statement involves more than filing documents with our office, we suggest you consult an attorney, accountant or other professional. State Department of Assessments & Taxation staff can not offer business counseling or legal advice.

**Notice regarding annual documents to be filed with the Department of Assessments & Taxation:** All domestic and foreign legal entities must submit a Personal Property Return to the Department. Failure to file a Personal Property Return will result in forfeiture of your right to conduct business in Maryland. Copies of the return are available on the SDAT website. **The returns are due April 15th of each year.**