



Instructions for Filing Certificate of Vote(s) Authorizing Issuance of a Class or Series of Any Class of Shares for a Domestic Corporation

[Section 7-1.2-602](#) of the General Laws of Rhode Island, 1956, as amended

The attached form is designed to meet minimal statutory filing requirements pursuant to the relevant statutory provision. This form and the information provided are not substitutes for the advice and services of an attorney and/or tax specialist.

All filings are public records under RIGL 38-2-1, et seq. This means all information is available to the public by a variety of methods including, without limitations, inspections at our office, telephone inquiries and electronically through our online database.

This legal document should be typed. All illegible documents will be REJECTED.

How to complete the form:

1. List the entity's ID number. The ID number can be found by looking up your entity in the [Corporate Database](#).
2. List the name of the corporation. The entity name can be verified through our [Corporate Database](#).
3. List the date the vote(s) was adopted by the shareholders or by the board of directors.
4. Attach a certificate presenting a copy of the vote or votes adopted by the board of directors.
5. List the number of shares of the class or series provided by the certificate of vote(s).
6. The entity has paid all fees and taxes.
7. Check "Date received" unless you prefer that the Certificate goes into effect at a later date than the form is received in this office. Any later date must be within 90 days of filing.
8. Upon filing, this certificate shall constitute an amendment to the Articles of Incorporation.
9. An Authorized Officer of the entity **MUST** sign and date the form.

How to pay the filing fee:

The filing fee is \$10, payable either by mail via check made payable to RI Department of State or in person via cash, credit card, or check at the Business Services Division, 148 W.River Street, Ste. 1, Providence, RI 02904. Contact our office at (401) 222-3040 for further information.

How to confirm your filing:

Entity records are retrievable and viewable through our website. Successful filings will **NOT** result in a mailed confirmation. Filings that cannot be processed will be posted [online](#) and then returned. To confirm your submission and obtain evidence of your filing:

- Go to our [Corporate Database](#)
- Enter the name or ID number of your entity and click "Search"
- Click on the link to your entity record, scroll down, select "All Filings" and then "View Filing"
- Identify desired type of filing and click on "PDF" under "View PDF" to view and print the record

How to maintain your status:

The corporation is responsible for filing an annual report each calendar year, excluding the year of incorporation, between January 1 and March 1. A courtesy reminder will be mailed to the registered agent prior to January 1 of each year. Be sure to follow up with your registered agent concerning the filing of this report. Failure to file an annual report or maintain a registered agent/office will result in the revocation of the Certificate of Incorporation pursuant to RIGL [7-1.2-1310](#).

Every entity registered with the Rhode Island Department of State - Business Services Division will have filing requirements with the [Rhode Island Division of Taxation](#), even if no business is conducted within Rhode Island for a particular year. Your business may require additional licensing. Please visit our [website](#) for further information.



Certificate of Vote(s) Authorizing Issuance of a Class or Series of Any Class of Shares

DOMESTIC Business Corporation

→ Filing Fee: \$10.00

STAMP

FOR SECRETARY OF STATE USE ONLY

Pursuant to the provisions of RIGL [7-1.2-602](#), the undersigned corporation submits the following certificate of vote(s) for the purpose of authorizing issuance of a class or series of a class and fixing and determining the relative rights and preferences thereof.



1. Entity ID Number:	2. The name of the corporation is:	
3. The date of the adoption of the vote(s) by the board of directors:		
4. Attach a certificate presenting a copy of the vote or votes adopted by the board of directors.		
5. The number of shares of the class or series provided by the certificate of vote(s).		
Class	Series	Number of Shares
_____	_____	_____
_____	_____	_____
_____	_____	_____
6. As required by RIGL 7-1.2-105 , the entity has paid all fees and taxes.		
7. Date when these Certificate of Vote(s) Authorizing Issuance of a Class or Series of any Class or Shares will be effective: CHECK ONE BOX ONLY		
Date received (Upon filing)		
Later effective date (Date must be no more than 90 days from the date of filing) _____		
8. Upon filing, this certificate shall constitute an amendment to the Articles of Incorporation.		
<i>Under penalty of perjury, I declare and affirm that I have examined this Certificate of Vote(s) Authorizing Issuance of a Class or Series of any Class or Shares, including any accompanying attachments, and that all statements contained herein are true and correct.</i>		
Type or Print Name of Authorized Officer	Date	
Signature of Authorized Officer of the Corporation		

MAIL TO:

Division of Business Services

148 W. River Street, Providence, Rhode Island 02904-2615

Phone: (401) 222-3040

Website: www.sos.ri.gov



STAMP

FOR SECRETARY OF STATE USE ONLY

If you have any questions, please call us at (401) 222-3040, Monday through Friday, between 8:30 a.m. and 4:30 p.m., or email corporations@sos.ri.gov.



Filer Contact Information

In the event our office needs more information in order to complete the filing of this document, we ask for the filer's contact information. **All fields are REQUIRED.**

Name:		Date:
Entity Name:		
Street Address:		
City:	State:	Zip Code:
Email Address:		Phone Number: