



Instructions for Filing

Application for Amended Certificate of Authority by a Foreign Business Corporation

[Section 7-1.2-1411](#) 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 state or country under whose laws the corporation was incorporated.
4. List the date the RI Department of State issued the Certificate of Authority.
5. If the entity's name has changed, state the new name. You may check [name availability](#) on our website. If there is no change to the entity name, check the box to indicate no change.
- 6a. Complete 6a if the entity name does not include "corporation," "company," "incorporated," "limited," or one of these abbreviations: "inc.," "co.," "corp.," or "ltd."
- 6b. Complete 6b if the new name is unavailable for use in Rhode Island. A Fictitious Business Name Statement, [Form 624A](#), must be filed and submitted with this application. The Fictitious Business Name Statement has a \$50 filing fee.
7. If the entity's purpose is changing, state so. If there is not a change to the purpose check the box to indicate no change.
8. If there is an increase of authorized shares list the total number of shares the corporation has the authority to issue, itemized by class and series if applicable. The filing fee for an increase in authorized shares is \$235. If there is not a change to the total authorized shares check the box to indicate no change. If there is a decrease in the authorized shares, you **DO NOT** complete this form. To decrease the number of total authorized shares, submit a statement listing the number of shares the corporation has authority to issue, itemized by class and series *if applicable*. Include a \$10 filing fee with the statement.
- 8a. List the percentage of the corporation's property to be located in Rhode Island (obtained from worksheet).
- 8b. List the percentage of the corporation's total business that will be conducted in Rhode Island (obtained from worksheet).
9. The entity has paid all fees and taxes.
10. Except as herein modified, the original Application for Certificate of Authority continues in full force and effect and is hereby confirmed, ratified and incorporated by reference into this Application for Amended Certificate of Authority.
11. Check "Date received" unless you prefer that the Application go into effect at a later date than when it is received in this office. Any later date must be within 90 days of filing.
12. An Authorized Officer **MUST** sign and date the form.

How to complete the worksheet:

This section is to be completed to obtain the percentages required in sections 8a and 8b on the form.

1. In 1a, state the estimated value of all property owned by the corporation, regardless of its location. In 1b, state the estimated value of the property owned by the corporation that will be located in Rhode Island. In 1c, estimate the percentage of the corporation's property to be located in Rhode Island.
2. In 2a, estimate the gross amount of business the corporation will do in the upcoming year. In 2b, estimate the gross amount of business that will specifically be done in Rhode Island in the upcoming year. In 2c, calculate the estimated percentage of the corporation's total business that will be conducted in Rhode Island.

How to pay the filing fee:

The minimum filing fee is \$75, 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. Any increase in shares will be \$235. Contact our office at (401) 222-3040 for further information.



Instructions for Filing (continued)

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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 qualification, 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 filing this report. Failure to file an annual report or maintain a registered agent/office will result in the revocation of the Certificate of Authority pursuant to RIGL [7-1.2-1414](#).

Every entity registered with the RI Department of State - Business Services Division may 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.

8. If there has been an increase in the authorized shares of the corporation complete the following section:

***List ALL authorized shares as of this amendment.**

NUMBER OF SHARES	CLASS	SERIES	PAR VALUE OR STATE NO PAR VALUE
_____	_____	_____	_____
_____	_____	_____	_____
_____	_____	_____	_____

Check the box to indicate an attachment

Check box to indicate no change

8a. An estimate, **as a percentage**, of the proportion that the estimated value of the property of the corporation to be located within this state during the following year bears to the value of all property of the corporation to be owned during the following year, wherever located. (Note: *Percentage obtained from worksheet.*)

_____ %

8b. An estimate, **as a percentage**, of the proportion of the gross amount of business to be transacted by the corporation at or from places of business in Rhode Island during the following year compared to the gross amount thereof which will be transacted by the corporation during the following year. (Note: *Percentage obtained from worksheet.*)

_____ %

9. As required by RIGL [7-1.2-105](#), the corporation has paid all fees and taxes.

10. Except as herein modified, the original Application for Certificate of Authority continues in full force and effect and is hereby confirmed, ratified and incorporated by reference into this Application for Amended Certificate of Authority.

11. Date when the Amended Certificate of Authority 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) _____

Under penalty of perjury, I declare and affirm that I have examined this Application for Amended Certificate of Authority, including any accompanying attachments, and that all statements contained herein are true and correct.

Name of Authorized Officer of the Corporation

Date

Signature of Authorized Officer



License Fee Worksheet

for an Application for Amended Certificate of Authority by a Foreign Business Corporation

[Section 7-1.2-1411](#) of the General Laws of Rhode Island, 1956, as amended

Use worksheet to calculate the corporation's license fee:	
1. (a) Estimate, in dollars, the value of all property to be owned by the corporation for the following year, wherever located: \$ _____	(b) Estimate, in dollars, the value of the corporation's property to be located within Rhode Island during the following year: \$ _____
c) An estimate, as a percentage , of the proportion that the estimated value of the property of the corporation to be located within this state during the following year bears to the value of all property of the corporation to be owned during the following year, wherever located: <i>(Note: Divide (1b) by (1a) and multiply by 100 to obtain the percentage.)</i> _____ %	
2. (a) Estimate, in dollars, the gross amount of business to be transacted by the corporation during the following year: \$ _____	(b) Estimate, in dollars, the gross amount of business to be transacted by the corporation at or from places of business in Rhode Island during the following year: \$ _____
c) An estimate, as a percentage , of the proportion of the gross amount of business to be transacted by the corporation at or from places of business in Rhode Island during the following year compared to the gross amount thereof which will be transacted by the corporation during the following year: <i>(Note: Divide (2b) by (2a) and multiply by 100 to obtain the percentage.)</i> _____ %	

***This worksheet is NOT a public document and will NOT be imaged.**

MAIL TO:

Division of Business Services

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

Phone: (401) 222-3040

Website: www.sos.ri.gov

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: