

CALIFORNIA Easy Order Corporation Fax Form

Photocopy this form and Fax to: 1 800 942-6679 or 323-939-5600 If you wish to confirm receipt call: Toll Free 1 888 520-7800

Date: _____ How did you first hear of Spiegel & Utrera, P.C.? _____

Your name: _____

Your phone number: (____) _____ Your fax number: (____) _____

Email address: _____

Your address: _____

Address for delivery of corporate documents: _____
(if different from above)

CORPORATE NAME:

1st choice: _____

2nd choice: _____

The name may end with Incorporated, Corporation or Company, or may be abbreviated using Inc., Corp., or Co.

Choosing The Right Corporate Name

Please note California is extremely rigid when it comes to new corporate names that are either identical or even similar to the name of an existing California corporation. Therefore, it is essential for your corporate name to be as unique as possible.

Here are the examples:

Example: RMK INC. The chances of this going through are virtually zero. Whereas RMK Construction Inc. has much more of a chance because the word construction makes it more descriptive, thereby adding uniqueness to the name.

Example: Green Tree Enterprises. There is no way this name will go through because it is too generic. Compare to Green Tree Entertainment-this name has more uniqueness.

Please note: In the above example the word Enterprises is considered a non-searchable word. Words such as services, ventures, enterprise, concepts, group etc. etc. are not considered searchable. You may use them in the name, however, they are not part of the name search.

If you do not wish to restrict your business by adding a trade description in you name, then make sure the name itself is unique.

Example: If you don't wish to restrict yourself by saying RMK Construction Inc., then instead of RMK Inc. you are going to be more creative like Robert's Magic Kingdom Inc.

NATURE OF BUSINESS: _____
(Briefly describe what the corporation will do)

ADDRESS OF CORPORATION: _____

MAILING ADDRESS: _____
(If different from above address)

SHAREHOLDERS: (Only one is required—if the Owners are Foreign Nationals a legible Copy of their passports must be attached)

	<u>Names</u>	<u>Address</u>	<u>Telephone/Fax</u>	<u>Percentage of Ownership Interest</u>
1.	_____	_____	_____	_____%
2.	_____	_____	_____	_____%
3.	_____	_____	_____	_____%
4.	_____	_____	_____	_____%

(Must add up to 100%)

DIRECTORS: (If you have one shareholder you must have one director, if you have two shareholders, you must have two directors, if you have 3 or more shareholders, you must have 3 directors.)

	<u>Names</u>	<u>Address</u>	<u>Telephone/Fax</u>
1.	_____	_____	_____
2.	_____	_____	_____
3.	_____	_____	_____
4.	_____	_____	_____

	<u>Names</u>	<u>U.S. Social Security Number</u>	<u>Address</u>	<u>Telephone/Fax</u>
1. President:	_____	_____	_____	_____
2. Secretary:	_____	_____	_____	_____
3. Treasurer:	_____	_____	_____	_____

Any Vice-President (s): _____

Questions? Please call us at:

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OPTIONAL SERVICES

General Counsel & Registered Agent Service

Our firm has what we call the "General Counsel Service". For an annual fee of only \$139.95, you get unlimited telephone consultations all year long on all your legal matters, both business and personal, plus our firm will prepare the Notice and Minutes of your corporation's Annual Meeting of Shareholders or Directors or your LLC's Annual Meeting of Members or Managers; our firm will comply with all statutes and applicable laws relating to your corporation's or LLC's Registered Agent & Registered Office; our firm will review all mandatory State corporation or LLC filing documents as required by the Secretary of State; our firm will act as your corporations' or LLC's General Counsel; you will receive our firm's newsletter, "Entrepreneur's Alert[®]", which is published six times a year and provides valuable insight into running your business from a legal and business point of view. Select this valuable service at the time of ordering your corporation or LLC and receive an additional one month Bonus – so that your first year of service will cover 13 months PLUS take a \$50. discount, so you pay only \$89.95 for the first 13 months of service.

Detours and Contradictions

Want more out of your corporation? Then don't miss Lawrence Spiegel's, 223 page Detours and Contradictions. Use this book, and all your available resources, to begin the challenging yet fulfilling journey of entrepreneurship. As we'll see... having a marketable idea is only the first step in a lengthy process. Along the way you'll encounter numerous detours and contradictions, risks and rewards. The regular price of Detours and Contradictions is \$16.50 but if you order when forming your corporation, the price is just \$13.50, almost a 20% saving. PLUS there is no extra charge for shipping, handling and processing as your book will be shipped with your corporation. **Also, as an added bonus, your copy of Detours and Contradictions will be personally autographed by Lawrence J. Spiegel.**

Service Agreement

If your Corporation is a service business, you'll need a Service Agreement.

The bedrock foundation of many service businesses is a customized written agreement entered into with its customers. Many franchises sold for tens of thousands of dollars are business formats revolving around a Service Agreement. The key with a Service Agreement is to make it work as a marketing tool offering the business services in the widest variety of formats to your customers. For example, a one-time use customer needs to be converted to a monthly, quarterly or annual type repeat customer. At Spiegel & Utrera we want to help you get, and keep, your customers while looking professional and at the same time maximizing each sale with a friendly service agreement. A Service Agreement is only \$367.95 if ordered at the time of forming your corporation. We will prepare a draft of your Service Agreement and deliver the draft by fax or email to you for your review. Once you have had an opportunity to review the Service Agreement we will meet over the telephone to discuss the various aspects of the draft Service Agreement. Thereafter, Spiegel & Utrera will make changes to the Service Agreement to finalize it. Once the Service agreement has been finalized and delivered to you, you should take it to your printer to be printed and padded so it will always look professional and non-negotiable.

TAX RELATED OPTIONS

Federal Tax ID Number

The equivalent of a social security number for a Corporation. You will need it to operate your business and open a bank account for the Corporation. We can obtain this number for you and the advantage of allowing us to get it for your Corporation, is that we will deliver it with your Corporation for only \$35 so you may open your bank account immediately. If you are a Foreign National without a United States Taxpayer Identification Number or a United States Social Security Number, the charge for the Federal Tax ID Number is \$125.

Individual Taxpayer Identification Number (ITIN)

An Individual Taxpayer Identification Number is a tax processing number only available for certain nonresident and resident aliens, their spouses and dependants who cannot get a Social Security Number. It is a 9-digit number, beginning with the number "9", formatted like a Social Security Number (NNN-NN-NNNN). Spiegel & Utrera, P.A. will prepare all the documentation necessary for you in order to obtain your Individual Taxpayer Identification Number. The charge for this service is \$125.

Questions? Please call us at:

(323) 936-3400	(714) 568-1600	(415) 421-7000	(619) 296-3600	(408) 885-9800	(888) 520-7800
Los Angeles	Santa Ana	San Francisco	San Diego	San Jose	Toll Free

Sub-Chapter S

If you are a **Citizen or Permanent Resident of the United States**, this is the most tax advantageous type of Corporation you can have. A regular Corporation is subject to Federal Corporate Income Taxes. Therefore, profits are taxed first on the Corporate level and then again at the individual level of the shareholders to whom the profits are distributed. This double taxation could result in a combined taxation rate of 70% or higher. A Sub-Chapter S Corporation is Exempt from Federal Corporate Income Tax, so that the earnings of the Corporation flow directly to the owners. The Sub-Chapter S Corporation costs only an additional \$75. and comes with all the necessary Tax Election documents, including Corporate Resolutions and Special Stock Certificates.

Qualified Sub Chapter S Subsidiary

This is a very powerful tax strategy and tax advantage. If your Sub Chapter S Corporation is to be owned 100 percent by another Sub Chapter S Corporation, your Corporation can become a Qualified Sub Chapter S Subsidiary. The charge to create the Qualified Sub Chapter S Subsidiary is an additional \$150 provided it is ordered along with the formation of the Corporation.

1244 Stock (Tax Savings)

1244 Stock allows for a substantially larger application of the deduction from business losses to ordinary income than regular stock. With regular stock, you can only offset \$3,000 against ordinary income. With the issuance of 1244 Stock, you can claim ordinary loss deduction of as much \$100,000. A company that issues 1224 stock and elects to be an S-corporation gives its shareholders the best of both possible worlds from a tax standpoint. The issuance of 1244 Stock costs only an additional **\$50.00** and comes with all the necessary documents, including corporate resolutions, plan and special stock certificates.

California Unemployment Tax Account Number

This number is used to withhold California Unemployment Taxes from your Corporation's payroll. If you have any employees on the payroll, including yourself, you will need this account number. We can initiate the documents for this account number for you and deliver it with the corporation. The cost at the time of incorporating is only \$35.

California Sales Tax Number

If you sell goods or taxable services, this is your Seller's Permit and Registration as a retailer with the State of California. This account number also allows you to buy goods for resale or export and not pay any State sales tax. The fee to initiate the paperwork for you to obtain this number is \$35. when included as part of your incorporation package.

California Statement of Information

Every California corporation shall file an initial Statement of Information with the State of California within 90 days after filing its original Articles of Incorporation. A corporation is required to file this statement even though it may not be actively engaged in business at the time this statement is due. Failure to file this Statement of Information by the due date will result in the assessment of a \$250 penalty. The fee to have Spiegel & Utrera, P.C. complete and file your corporation's initial Statement of Information with the State of California is \$100 if ordered along with the formation of the corporation.

Certified California Corporation Statement of Information

Many times Corporations are requested to provide to banks, government agencies and licensing authorities certified copies of the Initial California Corporation Statement of Information. Save time, obtain your certified copy of the initial California Corporation Statement of Information as part of the incorporating process. The charge for the certified copy of the initial California Corporation Statement of Information is \$195 if ordered at the time of incorporating.

California Retailer's Resale & Exemption Certificates

State and local tax laws require that vendors have in their files properly executed Exemption Certificates given to them in good faith by all of their customers who claim California Sales Tax Exemption. We can prepare a set of Exemption Certificates for you to give to vendors from whom you intend to buy goods for either resale or export to be exempt from paying State or local sales taxes. The fee for a set of 6 Re-Usable Certificates is only \$35. when ordered in conjunction with the Corporation.

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California New Hire Reporting

Federal law requires all California employers to report basic information about employees, who are newly hired, rehired, or who return to work after a separation of employment. You must submit a report for each newly hired employee. **Failure to report new hires within 20 days of their hire date may result in civil penalties.** *There may be a \$24 fine per each newly hired employee or, if the State determines there is a conspiracy between employer and employee not to report the penalty can be up to \$500 per newly hired employee.* We can provide you with a package of 6 New Hire Registration Forms for \$35. The forms are customized with your Corporation's information, and you may re-use them for each person you employ.

California Stock Registration

The owners of a corporation may be referred to as shareholders or stock holders. Documents indicating the ownership of a corporation may be referred to as shares, stock or securities. These terms simply signify the percentage of ownership you have in your corporation. A person cannot own a corporation without being issued shares.

All stock issued by California Corporations must comply with the Corporate Securities Laws of the State of California. The regulations governing Corporate Securities are very strict. Whenever you incorporate, and you decide who the owners of the corporation will be, you are determining who the stockholders of the corporation will be on the share certificates we include with your Corporate Records Book. Your corporation must file a "Notice of Transaction" with the state of California, advising the State that newly created stock has been issued. **The registration of the shares in your corporation is mandatory and in order to comply with state law the Notice of Transaction must be registered with the state within 15 days of the issuance of your shares in the corporation; otherwise the state can fine you up to \$2,500.** As long as the initial value of the securities is less than \$25,000, we can file your registration along with your incorporation documents for an additional \$75.

Please note: *State filing fees vary for stock valued at higher amounts, you may increase the value at any time, however as long as the initial value is under \$25,000 you may take advantage of the lowest filing fee the state offers.*

Indemnification Agreement

We strongly recommend that you include special provisions in your Articles of Incorporation and Corporate paperwork which significantly increase the Officers' and Directors' protection in the Corporation and which require the Corporation to indemnify and hold harmless its Directors and Officers from any actions they take on behalf of the Corporation. If a Director or Officer is ever sued for actions taken on behalf of the Corporation, these provisions hold the Corporation responsible, as agreed upon by the Directors and Officers. Adding these provisions costs only an additional \$75. if ordered at the time of Incorporation.

Lender's Agreement & Promissory Note for Corporation

Initially a corporation needs a cash infusion. Additionally, the corporation may require a continuing advance of funds for some time. How does it get the money? After the initial purchase of shares of the corporation for at least their par value, generally, the corporation has two choices on obtaining additional money; (1) shareholders pay for their initial shares in excess of their par value thereby creating excess Paid-in Capital or (2) loan money to the corporation. Lending money to the corporation is the preferred method to advance money to the corporation because the lender is seen as a creditor of the corporation. The lending of money to the corporation is accomplished with a Lender's Agreement and a Promissory Note. Both of these instruments together provide for an initial amount of a loan to the corporation and also provide for future advances of money the lender might make to the corporation. In the event of failure of the business, the loan will be fully tax deductible by the lender as a bad debt. Additionally, the lender may take this concept one step further and secure his or her loan to the corporation by using a Security Agreement. The Security Agreement is much like a mortgage generally securing all the assets of the corporation and the Security Agreement can be recorded to perfect the lien the lender may have against any other subsequent creditors of the corporation. The fee for a Lender's Agreement and Promissory Note for your Corporation at the time of incorporating is \$75.

Security Agreement for Corporation

Yes, I would also like to order the Security Agreement to go along with the Lender's Agreement and Promissory Note, the Security Agreement, if ordered at time of incorporation, is an additional \$75.

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SPEED OF SERVICE OPTIONS

REDDI CORP

If you need a corporation immediately, we have many California corporations, both current year and aged, which are ready for delivery. This is the best option for clients who need a corporation within 2 business days. For more information and a complete list of all our Reddi or Shelf corporations at www.amerilawyer.com/reddicorpage.htm or call our office at (888) 520-7800 for details.

2 BUSINESS DAY CORP

If you need your corporation formed urgently, for an additional \$560.00, we can expedite the preparation of the corporate records and file your corporation within 24 hours. The State of California under this process guarantees the corporation will be filed and completed by their office within 24 hours. Once our office receives your filed documents we prepare the rest of your Corporate Records including your Corporate Seal, and ship to you in 2 business days. If you request this class of service, we will also fax your filed articles of incorporation to you on the 2nd business day of your order.

5 BUSINESS DAY CORP

If you need your corporation formed quickly, for an additional \$460.00, we can expedite the preparation of the corporate records and file your corporation. Our office receives your filed documents we prepare the rest of your Corporate Records including your Corporate Seal, within 5 days of their filing and then ship to you in 5 business days. If you request this class of service, we will also fax your filed articles of incorporation to you on the 5th business day of your order.

10-20 BUSINESS DAY CORP

If you need your corporation formed quickly and economically, for an additional \$75 we can expedite the preparation of the corporate records and file your corporation within 24 hours. Once our office receives your filed documents back from the Secretary of State, we prepare the remainder of your corporation records, including your corporation seal, and ship to you right away. Please bear in mind that the 10-20 business day corporation is always subject to the processing schedule of the State of California. If you request this class of service, we will also, upon your request, fax or email your filed Articles of Incorporation to you.

REGULAR SERVICE

The Corporate Package is complete and includes Certificate of Incorporation, By-Laws, Corporate Book, Corporate Seal, Preliminary Name Search, State Filing Fees, and Attorneys Fees. Any additional documents or agreements you may order will also be delivered with your Corporate Records book. We complete your paperwork the same day you place your order and speak with us. Then your documents are immediately sent to the State of California for filing. The State of California files the documents received from us according to their own work flow schedule. This process varies depending on the time of year but generally takes 2 to 4 weeks. So if you need your corporation sooner select one of our expedited services. If you need your corporation sooner, you have two choices, either a REDDI CORP or an EXPEDITED CORPORATION.

MULTI SHAREHOLDER CORPORATIONS

Shareholders Restrictive Agreement

If your Corporation has more than one shareholder, we strongly recommend you enter into a Shareholders Restrictive Agreement. This agreement is entered into by the shareholders to define their duties and responsibilities to each other and to the Corporation. It is like a partnership agreement between the Shareholders. A draft of this agreement will be prepared as part of our service, which you can review and make changes to where necessary. Also, you may discuss the agreement with one of our Attorneys. Normally, the fee to prepare such a comprehensive agreement of this nature would be \$1,500. or more. However, your cost is only \$150. if prepared in conjunction with the incorporation process.

Just look at it's many provisions:

- Provides a frame work for the settlement of disputes between shareholders.
- Prevents a shareholder from selling his stock to a third party without first offering it to existing shareholders.
- Provides a framework for the purchase of stock by the remaining shareholders in the event a shareholder dies, or becomes disabled.
- Prevents a shareholder from competing against the Corporation both now and as an ex-shareholder for a stated period of time.
- Requires shareholders to maintain the confidentiality of all customer names and other corporate records.
- Prevents a shareholder from impairing the goodwill of the Corporation.

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- Prevents a shareholder from soliciting customers of the Corporation except for the corporation's business.

Apostille

A Notarized copy of the Articles of Incorporation is \$ 275. This is usually used to provide proof of Incorporation when doing business with Foreign Countries.

EMPLOYEES / INDEPENDENT CONTRACTORS

Employment Agreement

If you are using employees in your business, it is important to have a written Employment Agreement to document the conditions of Employment. An Employment Agreement can be very advantageous for a business and should be required for all employees, whether new or existing. It creates a clear understanding of the arrangement between the employee and the Corporation and provides protection for the business. The Employment Agreement also contains other important provisions:

- It spells out the terms of employment, such as the duties, responsibilities and compensation of the employee. It states that the employee will not compete against the Corporation for a specific period of time after leaving its employment.
- It prohibits the employee from disclosing any of the Corporation's business records, computer data, trade secrets, methods of operation, et cetera.
- It prevents the employee from soliciting customers or clients of the Corporation.
- It prevents an employee, after leaving the Corporation's employment, from soliciting the Corporation's employees.

The Employment Agreement is prepared in such a way that you can use it over and over again to avoid additional costs in the future. By having this Employment Agreement, the Corporation is given substantial clout in preventing an employee from joining a competitor, or competing against the Corporation and disclosing business secrets to anyone. The Agreement may be re-used by the Corporation as it hires additional employees, the cost of the Employment Agreement is just \$150.

Independent Contractor Agreement

There are many reasons for using Independent Contractors, however, simply verbally stating that a worker is an Independent Contractor is not enough according to the IRS. Certain criteria must be met. The IRS considers 11 factors in three specified areas: Behavioral Control, Financial Control and Type of Relationship. So, before you engage the services of an Independent Contractor, it is essential that you document that relationship with a written Independent Contractor's Agreement, otherwise the IRS could hold your Company and you personally liable for the Independent Contractor's Income Tax, Social Security, Medicare Tax and Federal Unemployment Tax, which should have been withheld. As a signatory on the check used to pay the Independent Contractor, you could be held **personally liable** for these taxes.

The Independent Contractor's Agreement also contains other important provisions:

- It spells out the duties, responsibilities and compensation of the Contractor.
- It states that the Contractor will not compete against the Company for a specific period of time after the project is completed.
- It prohibits the Contractor from disclosing any of the Company's business records, computer data, trade secrets, methods of operation, et cetera.
- It prevents the Contractor from soliciting customers or clients of the Company.
- It prevents the Contractor, after leaving the Company, from stealing the Company's employees.

For a detailed explanation of the Benefits of using Independent Contractors' Agreements, including a breakdown of the 11 factors the IRS analyzes and Industry examples provided by the IRS, please refer to document 239 of this Free Faxback Service. We can provide an Independent Contractor's Agreement that covers all the legal requirements and many business advantages for your Company for only \$150.

TAX SAVING LEASE AGREEMENTS

Home Office Lease

Agreement detailing the leasing of office space by a homeowner or tenant with a Corporation for use as the Corporation's principal place of business. The typical tax savings under this agreement can exceed \$1,200. – per year. The Home Office Lease is only \$150. when ordered with your Corporation, and as an added bonus to our clients, we draft the Lease in such a manner that it is automatically renewable.

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Motor Vehicle Lease

If you use your vehicle for business purposes, it is usually much more advantageous to keep the vehicle in your name and lease the vehicle to the Corporation. The typical tax savings under this type of arrangement ranges between \$1,500. and \$3,000. per tax year. We can prepare the lease for only \$150. when ordered with your Corporation.

Office Equipment Lease

A lease which details the leasing of office equipment by a business. Once again, by leasing equipment to the Corporation, you create a legitimate business expense for the Corporation and a Tax Deduction. Typically, the tax savings under this type of arrangement can exceed \$1,000. per tax year. The cost for an Office Equipment Lease is only \$150. when ordered with your Corporation.

LEASE/AGREEMENT CONSULTATIONS

Avoid costly mistakes, **always, always, always** have any type of Contract/Lease or otherwise legally binding agreement reviewed by an Attorney BEFORE you sign it. We offer Consultations at our Los Angeles office and over the phone for \$100 per half hour or a fraction thereof. For your convenience, you can fax us the documents that need to be reviewed and the attorney can advise you over the phone. Some of the topics you may wish to discuss include:

Real Estate Purchase Reviews: Review of purchase/sale agreements associated with the purchase of real property.
Commercial Lease Reviews: (including Business Spaces such as: Offices, Stores, Warehouses, and Commercial Lofts)
Business Purchase Review: Review of purchase/sale agreements associated with the purchase or sale of a business.

Our staff has many years of experience representing Tenants. Having your lease reviewed BEFORE you sign on the dotted line can save you thousands of dollars. In our review we address issues such as:

- Rentable vs. Usable Space
- Reasonable Rental Rates
- Free Rent
- Best Length of Lease
- Options to Extend the Lease & Purchase the Premises
- Leasing contiguous space for expansion
- Assignment and Subletting
- Caps on Rent increases and expenses demanded by Landlords
- Repair Responsibilities
- Exclusivity of Tenant's Business
- Early Termination Rights
- Personal Guarantees, should you or should you not
- Renewal Terms
- Zoning Issues
- Landlord buildout costs
- Signage Protection
- Change of Control of Tenant

DBA – DOING BUSINESS AS...

Will you be doing business under the exact name of the Corporation?

If the Corporation will be doing business under a name other than its legal name, a Fictitious Business Name or DBA (Doing Business As) must be registered according to current California Law. We can register a DBA for you in conjunction with the incorporation process. We will ensure compliance with all applicable laws, including the proper filing of registration documents. Filing Fees vary per county, please call our office for more details.

IMPORTANT INFORMATION FOR FOREIGN NATIONALS!

When foreigners form companies in the United States, many different factors must be taken into consideration before making a final decision. Here we will explain some of the different issues you should think about before you form your company. Please remember that this is general information and does not replace a personal consultation with an attorney. If you would like to become a member of our General Counsel Club, you can pay \$139.95 over the phone with a credit card and get unlimited telephone support for the whole year! You may call 1 800 734 9900 to sign up now.

Generally, foreigners either register Limited Liability Companies or California Corporations. United States Tax laws require that foreigners pay taxes on any earnings made in the United States. Regardless of their immigration status, the United States will let

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you form a company here as long as you register for a Taxpayer Identification Number. The process to register is not complex. Once your application is submitted, it can take up to 18 weeks for your Taxpayer Identification Number to be assigned. Our fee to initiate this process is \$50. You **must** have this number in order to file the proper tax returns for the corporation and in some cases it is necessary in order to obtain a Federal Identification Number which is similar to a Social Security Number that is assigned to the corporation.

Corporation Vs. Limited Liability Company

Corporations

- Pay 9% tax on profits in California and 15% to 34% taxes on profits to the IRS (only 15% of the first \$50,000 in profits).
- Have less paperwork in terms of Tax Returns that need to be filed
- Foreigners do not have to pay taxes under the corporation unless the corporation declares dividends
- Owners may act as Consultants to the Corporation under a written Consultant's agreement completing all consulting work within their home country and billing the corporation in the United States for this service. Utilizing this strategy, it may be possible to eliminate any profits and all taxes otherwise payable.

Limited Liability Companies

Are **exempt** from Federal Corporate Tax, the LLC pays no tax.

- The State of California charges a flat tax on gross receipts for the LLC's.
- Profits, whether distributed or not, are taxed and the Owners of the LLC must pay tax at the personal level at their individual tax rate
- Have to file both a Partnership Tax Return for the LLC, and Tax Returns for each member
- While partnership tax rules are generally more flexible, the LLC should be owned by more than one person or entity to ensure classification as a Partnership for tax purposes.
- The State of California charges a flat tax on gross receipts for the LLC's.
- Owners may act as Consultants to the LLC under a written Consultant's agreement completing all consulting work within their home country and billing the LLC in the United States for this service. Utilizing this strategy, it may be possible to eliminate any profits and all taxes otherwise payable.

We can file a California Corporation for \$149.95 or a Limited Liability Company for \$114.95. Included in these fees are the State Filing Fees and the Attorney's Fee, and you will receive the Articles of Incorporation or Organization, the Corporation or Company Minutes, By-Laws, Kit, Membership Certificate, Seal and a preliminary name search.

Both types of companies have the same type of legal protection in terms of the liability of the owners. Therefore, which one you choose depends on your business activity and projected profits. If the company is going to have little activity in the United States and fairly small amounts of money will be made you may form a regular corporation which has a simpler record keeping process. If the company grows and earns large sums of money, you may always register an LLC in the future. If you expect to have large amounts of profits right away, you will generally pay less taxes with the Limited Liability Company although more paperwork will have to be prepared for the IRS.

Federal Tax ID Number

The equivalent of a social security number for a Company. You will need it to operate your business and open a bank account for the Company. We can obtain this number for you \$35. The application for this number requires either the social security number of one of the officers of the corporation or if all the officers are foreigners, it requires the Taxpayer Identification Number of the foreign officer. We can initiate the documentation to obtain this for you at a charge of \$50.

You have 3 options to choose from when you form your company:

1. You can form your corporation or LLC and apply for a Taxpayer Identification number, wait for that number to be assigned (which can take up to 18 weeks) and then apply for the Federal Id number and wait at least another 2 weeks for that by mail.
2. You may list a friend or family member who has a Social Security Number as the Secretary or Vice President of the company in order to obtain the number
3. You may order one of our REDI CORPS with a Federal Identification number included.

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Summary of Services:

Client selection of Services

Regular Corporation:	US\$149.95	US\$ _____
<u>(Foreign Nationals should review important information for foreigners)</u>		
Federal Tax ID Number:	35.	_____
Foreign National Fed Tax ID	125.	_____
Individual Taxpayer ID Number	125.	_____
Sub-Chapter S	75.	_____
Qualified Sub Chapter S Subsidiary	150.	_____
1244 Stock	50.	_____
Indemnification Agreement	75.	_____
General Counsel Fee 1 Year	89.95	_____
(Regularly \$139.95 per year but order now and receive two bonuses. First take a \$50. discount plus get one month service free. A total of 13 months for \$89.95)		

Initiate Process for:

California State Sales Tax Number:	35.	_____
California Statement of Information	100.	_____
Certified California Statement of Information	195.	_____
Unemployment Tax Account Number	35.	_____
California Sales Tax Resale and Exemption Certificates	35.	_____
California New Hire Report Form	35.	_____
California Stock Registration	75.	_____
Shareholders' Restrictive Agreement	150.	_____
Lender's Agreement & Promissory Note:	75.	_____
Security Agreement	75.	_____
Employment Agreement	150.	_____
Independent Contractor Agreement	150.	_____
Home Office Lease	150.	_____
Motor Vehicle Lease	150.	_____
Office Equipment Lease	150.	_____
Lease Review (100 per half hour)	100.	_____
Use of 4727 Wilshire Blvd. Address:	49.95	_____
(For incorporation purpose one time fee)		
Mail forwarding Service:	90.	_____
(6 months @ \$15 per month; postage to be billed separately)		
Apostille	275.	_____
Subtotal		_____

Service: Mark your selection with an "X"

___ **Regular** (no charge) ___ **2 Business Day LLC** 560.00
 ___ **5 Business Day LLC** 460.00 ___ **10-20 Business Day LLC** 75.00

Shipping: Mark your selection with an "X"

___ **Regular** 17.95 ___ **Overnight** 30.95
 Shipping Fees outside California determined when order is confirmed.
 Bank Fee Incoming wire transfer of funds: 20. _____

TOTAL CHARGES: **US\$** _____

Questions? Please call us at:

(323) 936-3400 **(714) 568-1600** **(415) 421-7000** **(619) 296-3600** **(408) 885-9800** **(888) 520-7800**
Los Angeles **Santa Ana** **San Francisco** **San Diego** **San Jose** **Toll Free**

You may include payment in the form of a Cashier's Check or Money Order via Mail or via Fax:

Charge my Credit Card: ___ Visa ___ Master Card ___ American Express ___ Discover ___ Diners
Card # _____ Exp. Date: _____

Name on Credit Card: _____ Signature: _____

Billing Address: _____ Zip Code: _____

You may include payment in the form of a Cashier's Check or Money Order via Mail or via Fax:

(You must also ATTACH a photocopy of BOTH sides of your credit card)

Cash -Circle "Cash" to select this payment method.

You can wire funds to one of our accounts. A Spiegel & Utrera, P.A. associate will provide you with the necessary information when reviewing this order with you. Please add an additional sum of US\$20 to your order. This is the amount our bank deducts from your wire transfer as its service charge for accepting incoming wire funds.

Thank you for using our services!

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