

FLORIDA Easy Order NON-PROFIT Corporation Fax Form

Photocopy this form and Fax to: 1-888-603-0606 or 305-860-5900 To confirm receipt call: Toll Free 1 800 603 3900

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

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: _____

3rd choice: _____

The name must end with Incorporated or Corporation or may be abbreviated: Inc./Corp.

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

ADDRESS OF CORPORATION: _____

MAILING ADDRESS: _____
(If different from above address)

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

<u>Names</u>	<u>Address</u>	<u>Social Security Number</u>	<u>Telephone/Fax</u>
1.			
2.			
3.			
4.			

DIRECTORS: (THREE DIRECTORS are required, may be the same as the members)

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

OFFICERS:

	<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) _____
(You may have as many as you like)

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.

Unemployment Tax Account Number

This number is used to withhold State 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 paperwork for this account number for you and deliver it with the corporation. The cost at the time of incorporating is only \$35.

Questions? Please call us!

Miami 1 800 603 3900 • 305 854 6000

Fort Lauderdale 1 800 465 8500 • 954 630 9800 • Tampa 1 800 658 5900 • 813 871 5400

State Sales Tax Number

This account number allows you to buy goods for resale or export and not pay any State sales tax. We can initiate the process for you to obtain this number. The fee to begin the process is \$35. when included as part of your incorporation package.

Florida New Hire Reporting

Federal law requires all Florida 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 \$25 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.

Solicitation of Contributions

If your corporation will engage in the solicitation of contributions from the general public, the corporation must register with the Florida Department of Agriculture. The fee to prepare the registration documents in conjunction with the corporation is \$250.

501(c) 3 Corporate Records Compliance

If your non-profit corporation is organized and operated exclusively for charitable, religious, educational, or scientific purposes; after you apply to the Internal Revenue Service, it may qualify for exemption under Internal Revenue Code Section 501 (C) 3. This determination from the Internal Revenue Service will allow your non-profit corporation to apply for grants and accept tax deductible donations while permitting the donor to deduct their contributions to your corporation from their personal Federal Income Tax Returns. To obtain a favorable Federal Income Tax exemption determination from the Internal Revenue Service, your corporation must go through a lengthy and often cumbersome Internal Revenue Service approval process, during which time you will have to provide the Internal Revenue Service with copies of your Corporate Records and information regarding your Corporation's activities. *Your Articles of Incorporation, Corporate By-laws and other corporate documents must include the proper information to comply with Internal Revenue Service Regulations.* The fee to prepare a Florida Non Profit Corporation with the required Internal Revenue Service 501 (c) 3 provisions for compliance is an additional \$100.00.

501(c)(3) Qualification

Once your corporation is registered with the State of Florida, the next step in obtaining 501 (c) (3) qualification is to file the IRS' Application for Recognition of Exemption under Section 501(c)(3) of the Internal Revenue Code. Section 501(c)(3) status would provide your non profit corporation with the following benefits: public recognition of tax exempt status, which is particularly beneficial for obtaining grants; advance assurance to potential donors of the deductibility of contributions; exemption from certain Federal excise taxes; and even non profit mailing privileges. The application process to obtain this tax-exempt status can be a very complex and tedious one. Therefore, we *strongly recommend* you seek the assistance of a tax professional in order to avoid any likely problems or undue delays in obtaining this status. We, at Spiegel & Utrera, P.A., are prepared to assist you in this application process in order to ensure you that all of the necessary documents are completed and submitted in compliance with IRS' requirements. The fee to apply for formal recognition with the Internal Revenue Service is \$1,500.

Regular Non Profit Corporation

A corporation which will be engaging in any activity not listed above, such as a group of individuals with a common interest like a yacht club or homeowners association does not qualify as a 501 (c)(3) corporation and special resolutions are not necessary. The fee for a regular non profit corporation is only \$99.95.

Indemnification Agreement and Covenant Not to Sue

We strongly recommend that you include special provisions in your Articles of Incorporation and agreements which trigger this important protection requiring the Corporation to indemnify and hold harmless it's 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 require that the Corporation be held responsible, as agreed upon by the Directors and Officers. This important agreement costs only an additional \$75. if ordered at the time of Incorporation.

SPEED OF SERVICE OPTIONS

REGULAR SERVICE --The regular processing time for a Corporation is approximately two weeks. The Corporate Package includes all the documents and the Corporate Seal. **SHIPPING INFORMATION** -- Corporate Packages generally weigh

Questions? Please call us!

Miami 1 800 603 3900 • 305 854 6000

Fort Lauderdale 1 800 465 8500 • 954 630 9800 • Tampa 1 800 658 5900 • 813 871 5400

approximately 4 pounds and are available for Pick up at any of our offices or may be shipped to you via Regular (2-3 day) Service for a charge of \$17.95 or Overnight Delivery for a charge of \$30.95.

Fast Corp

If you need to incorporate fast, we offer a 3 Business Day Incorporation Service for an additional \$85.00. We will expedite the registration of the Corporation and preparation of the Corporate Records and the Corporate Package will be ready in 3 business days, after receipt of payment.

Next Day Corp

If you need your corporation formed urgently, for an additional \$160.00. We will expedite the registration of the Corporation and preparation of the Corporate Records and the Corporate Package will be ready the next business day, after receipt of payment. *Orders received after 3:30 p.m. will be processed the following business day.*

An Important Note about our RUSH SERVICES

We offer two levels of rush service. When you opt for one of our rush services, we guarantee to promptly deliver your Corporation or Limited Liability Company to the State for processing, however, if the State is backlogged, you may experience a delay in receiving your documents. We strive to have all rush orders ready as soon as humanly possible, however if time is of the essence you may opt for one of our Reddi Corps which are ready for immediate delivery.

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

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
- Change of Control of Tenant
- Signage Protection

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 it's legal name, a DBA (Doing Business As) must be registered according to current Florida 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 and advertisement of the same. The process takes approximately 3 weeks and all state filing fees, advertising expenses and attorney's fees are included. The fee including shipping and handling is only \$167.95

Questions? Please call us!

Miami 1 800 603 3900 • 305 854 6000

Fort Lauderdale 1 800 465 8500 • 954 630 9800 • Tampa 1 800 658 5900 • 813 871 5400

Summary of Services:

Client selection of Services

Regular Non Profit Corporation:	US\$99.95	US\$ _____
501(c) 3 Corporate Records Compliance	\$100.00	_____
Federal Tax ID Number:	35.	_____
Foreign National Fed Tax ID	125.	_____
Individual Taxpayer ID Number	125.	_____
Indemnification Agreement and Covenant Not to Sue	75.	_____
Solicitation of Contributions		_____
Registration Documents	250	_____
NEXT DAY Service	160.	_____
3 DAY Service	85.	_____
General Counsel Fee 1 Year (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)	89.95	_____

Initiate Process for:

Florida State Sales Tax Number:	35.	_____
Unemployment Tax Account Number	35.	_____
Florida New Hire Report Form	35.	_____
Federal 501 (c)(3) Registration	1,500.	_____
Lease Review (100 per half hour)	100.	_____
DBA Registration	167.95	_____
Use of 1840 Coral Way Address: (For incorporation purpose one time fee)	50.	_____
Mail forwarding Service: (6 months @ \$15 per month; postage to be billed separately)	90.	_____
Apostille	225.	_____
Certified Copy of Articles of Incorporation	75.	_____

SubTotal

Shipping:

Regular (2-3 day) Service	17.95	_____
Overnight	30.95	_____

Shipping Fees outside Florida determined when order is confirmed.

Bank Fee Incoming wire transfer of funds :	20.	_____
--	-----	-------

TOTAL CHARGES: **US\$** _____

Questions? Please call us!

Miami 1 800 603 3900 • 305 854 6000

Fort Lauderdale 1 800 465 8500 • 954 630 9800 • Tampa 1 800 658 5900 • 813 871 5400

Charge my Credit Card: ___ Visa ___ Master Card ___ American Express ___ Discover ___ Diners
Card # _____ Exp. Date: _____
Name on Credit Card: _____ Signature: _____
Billing Address of Credit Card: _____ 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!

Questions? Please call us!

Miami 1 800 603 3900 • 305 854 6000

Fort Lauderdale 1 800 465 8500 • 954 630 9800 • Tampa 1 800 658 5900 • 813 871 5400