

**New Jersey Easy Order NON PROFIT Corporation Fax Form**

Photocopy this form and Fax to: 1-888-740-6500 or (973) 778-2900. If you wish to confirm receipt call: Toll Free 1-888-336-8400

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 Corporation Name must contain the word "Incorporation", "Corporation", "A New Jersey Non Profit Corporation" or their abbreviations. It may not contain the word Company or "Co."

**NON PROFIT PURPOSE:** \_\_\_\_\_  
(Briefly describe what the corporation will do)

**ADDRESS OF CORPORATION:** \_\_\_\_\_

**MAILING ADDRESS:** \_\_\_\_\_  
(If different from above address)

County where principal office is located: \_\_\_\_\_

**MEMBERS:** Must be at least 18 years of age. (Full names with middle initials or middle names)

| <u>Names</u> | <u>Address</u> | <u>Social Security Numbers</u> | <u>Telephone/Fax</u> |
|--------------|----------------|--------------------------------|----------------------|
| 1.           |                |                                |                      |
| 2.           |                |                                |                      |
| 3.           |                |                                |                      |
| 4.           |                |                                |                      |

**TRUSTEES:** (Must have at least 3 over 18 years of age.)

| <u>Names</u> | <u>Address</u> | <u>Social Security Numbers</u> | <u>Telephone/Fax</u> |
|--------------|----------------|--------------------------------|----------------------|
| 1.           |                |                                |                      |
| 2.           |                |                                |                      |
| 3.           |                |                                |                      |
| 4.           |                |                                |                      |

**OFFICERS:** (Must be at least 18 years of age.)

| <u>Names</u>          | <u>U.S. Social Security Number</u> | <u>Address</u> | <u>Telephone/Fax</u> |
|-----------------------|------------------------------------|----------------|----------------------|
| 1. President          |                                    |                |                      |
| 2. Secretary          |                                    |                |                      |
| 3. Treasurer          |                                    |                |                      |
| 4. Vice-President (s) |                                    |                |                      |

(You may have as many VPs as you would like)

\*\*If no S/S# for President or other officer, fax copy of passport page with photo and passport number.

**Questions? Please call our New Jersey office in Clifton.**

**Toll Free 1 888 336 8400 Local: 973 779 7900**

**642 Broad Street, Suite 2, Clifton NJ 07013**

### Optional Services:

#### **General Counsel Club & Registered Agent Service**

Our firm has what we call the "General Counsel Club". 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 Trustees; our firm will comply with all statutes and applicable laws relating to your corporation's Registered Agent & Registered Office; our firm will review all mandatory State corporation filing documents as required by the Secretary of State; our firm will act as your corporations' General Counsel; you will receive our firm's newsletter, "Entrepreneur's Alert<sup>®</sup>", 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 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.

#### **Indemnification Agreement and Covenant Not to Sue**

We strongly recommend that you include special provisions in your Certificate 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.

### **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.

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**New Jersey Post Registration Compliance – NJPRC**

Whenever a Corporation is filed in the State of New Jersey, the Corporation is required to file Post Registration Compliance documentation for applicable taxes and related liabilities that are administered by the State of New Jersey. The Corporation must register within 60 days of filing the new business entity or, if the business will be collecting sales tax, at least 10 days prior to the date of the business entity's first sale or use of exemption certificates. We can initiate the documentation to register your business for you and deliver it with the Corporation. The cost at the time of incorporating is \$75.

**Corporate Business Tax Exemption Application-** In order to be exempt from paying Corporate Business Tax in the State of New Jersey, Non Profit corporations must file an affidavit stating their not for profit business purpose and supplying the State with supporting documents regarding their non profit business activities. We can prepare the necessary documents during the incorporation process for only \$100.

**Charities Registration Statement-** Any Nonprofit Corporation which is a New Jersey based charity which solicits New Jersey residents for a charitable cause must file a Charities Registration Statement with the State of New Jersey. If your Corporation receive less than \$25,000 in contributions from the public, we can prepare your Registration documents in conjunction with your incorporation for \$75. If your Corporation receives more than \$25,000 in contributions, please call our office for details on how to register. (*Religious organizations and schools that file their curricula with the Department of Education are exempt from these requirements.*)

**New Jersey New Hire Reporting-** All New Jersey employers are required 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. 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.

**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) Application for Exemption with Internal Revenue Service**

Once your corporation is registered with the State of New Jersey, 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 plus the IRS filing fees.

**New Jersey Nonprofit Sales and Use Tax Exemption Application-** Once the Internal Revenue Service has designated your corporation as Tax Exempt and given you 501(c)(3) status, your corporation can apply for exemption from Sales and Use Tax with the State of New Jersey. To qualify for exemption from sales and use tax, a nonprofit organization must be organized and operated **exclusively** for religious, charitable, scientific, literary, educational or prevention of cruelty purposes. We can initiate the paperwork for your exemption and deliver it with the corporation for only \$75.

**SPEED OF SERVICE OPTIONS**

**REGULAR SERVICE** --The regular processing time for a Corporation is approximately two weeks. The Corporate Package

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includes all the documents and the Corporate Seal.

**SHIPPING INFORMATION** -- Corporate Packages, generally weigh 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 via Overnight Delivery for a charge of \$30.95.

#### **4 BUSINESS DAY CORP**

If you need to incorporate fast, we offer a 4 Business Day Incorporation Service for an additional \$100. We will expedite the registration of the Corporation and preparation of the Corporate Records and the Corporate Package will be ready on the **4th** business day.

#### **2 BUSINESS DAY CORP**

If you need your corporation formed urgently, for an additional \$165. (Due to higher State Filing Fees), we can expedite the registration of the Corporation and preparation of the Corporate Records and the Corporate Package will be ready on the **2nd** business day.

### **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 is prepared in such a way that you can use it over and over again to avoid additional costs in the future. 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** - 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. 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.

### **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, an Alternate Name or DBA (Doing Business As) must be registered according to current New Jersey Law. We can register an Alternate Name for you in conjunction with the incorporation process. We will ensure compliance with all applicable laws, including the proper filing of registration documents. The process takes approximately 3 weeks and all state filing fees and attorney's fees are also included. Filing Fees vary per county, please call our office for more details.

### **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 Manhattan 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

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- 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

**Summary of Services:**

**Client selection of Services**

|  |            |            |
|--|------------|------------|
| Non Profit Corporation:  | US\$299.95 | US\$ _____ |
| Federal Tax ID Number:   | 35.        | _____      |
| Foreign National Fed Tax ID  | 125.       | _____      |
| Individual Taxpayer ID Number  | 125.       | _____      |
| Charities Registration Statement:<br>(Less than \$25,000)  | 75.        | _____      |
| Federal 501(c)(3) Application for Exemption<br>with Internal Revenue Service   | 1,500      | _____      |
| Indemnification Agreement<br>and Covenant Not to Sue   | 75.        | _____      |
| 2 Day Service  | 165.       | _____      |
| 4 Day Service  | 100.       | _____      |
| General Counsel Fee 1 Year<br>(Regularly \$139.95 per year but order now and receive<br>two bonuses. First take a \$50. discount plus get one<br>month service free. A total of 13 months for \$89.95) | 89.95      | _____      |

**Initiate Process for:**

|  |        |       |
|--|--------|-------|
| New Jersey Post Registration Compliance  | 75.    | _____ |
| Corporate Business Tax Exemption Application   | 100    | _____ |
| New Jersey New Hire Reporting Documents :  | 35.    | _____ |
| Non Profit Sales and Use Tax Exemption   | 75.    | _____ |
| Employment Agreement   | 150.   | _____ |
| Independent Contractor Agreement   | 150.   | _____ |
| Lease Review (100 per half-hour)   | 100.   | _____ |
| Use of 642 Broad Street Address:<br>(For incorporation purpose one time fee)             | 49.95. | _____ |
| Mail forwarding Service:<br>(6 months @ \$15 per month; postage to be billed separately) | 90.    | _____ |
| Apostille  | 150.   | _____ |

**Sub Total**

**Shipping:**

|           |       |       |
|-----------|-------|-------|
| Regular   | 17.95 | _____ |
| Overnight | 30.95 | _____ |

Shipping fees outside New Jersey confirmed when order is confirmed.

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

**TOTAL CHARGES:** **US\$** \_\_\_\_\_

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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!***