

Secretary of State Office  
500 E Capitol Ave  
Pierre, SD 57501  
(605)773-4845  
[corpinfo@state.sd.us](mailto:corpinfo@state.sd.us)

# ARTICLES OF INCORPORATION

## DOMESTIC BUSINESS CORPORATION

SDCL 47-1A-120, 129 & 202

Please Type or Print Clearly in Ink  
Please submit one **Original** and one **Photocopy**  
**FILING FEE: \$150** payable to SECRETARY OF STATE

### Article I

The name of the company: \_\_\_\_\_

Note: The name must include the term corporation, incorporated, company, limited or the applicable abbreviation (SDCL 47-1A-401 to 47-1A-401.3)

### Article II

The number of shares the corporation is authorized to issue \_\_\_\_\_

### Article III

The address of the principal office in or out of the State of South Dakota where the company conducts its business:

Actual Street Address \_\_\_\_\_ City \_\_\_\_\_ State \_\_\_\_\_ ZIP+4 \_\_\_\_\_

Mailing Address in this State, if Different from Street Address \_\_\_\_\_ City \_\_\_\_\_ State \_\_\_\_\_ ZIP+4 \_\_\_\_\_

Email Address (*Optional*) \_\_\_\_\_

### Article IV

SDCL 47-1A-202(4), 59-11-6

The South Dakota Registered Agent's name:

South Dakota law permits the registered agent **to be either: A)** a noncommercial registered agent (this may be an individual), **B)** a commercial registered agent, or **C)** an office holder. **Complete only one below, either (a) or (b) or (c).**

**(a)** The South Dakota Noncommercial Registered Agent's name \_\_\_\_\_

Actual Street Address in this State \_\_\_\_\_ City \_\_\_\_\_ State \_\_\_\_\_ ZIP+4 \_\_\_\_\_

Mailing Address in this State, if Different from Street Address \_\_\_\_\_ City \_\_\_\_\_ State \_\_\_\_\_ ZIP+4 \_\_\_\_\_

Email Address (*Optional*) \_\_\_\_\_

**(b)** When listing a Commercial Registered Agent, please state their CRA#. This number can be obtained from the Commercial Registered Agent.

Commercial Registered Agent Name \_\_\_\_\_ CRA# \_\_\_\_\_

(c) Title of the office or other position with the corporation \_\_\_\_\_

Business Office's Actual Street Address in this State \_\_\_\_\_ City \_\_\_\_\_ State \_\_\_\_\_ ZIP+4 \_\_\_\_\_

Mailing Address in this State, if Different from Street Address \_\_\_\_\_ City \_\_\_\_\_ State \_\_\_\_\_ ZIP+4 \_\_\_\_\_

Email Address (Optional) \_\_\_\_\_

## Article V

The name and address of each incorporator (one or more persons – person includes an individual or entity)

Name \_\_\_\_\_ Street Address \_\_\_\_\_ City \_\_\_\_\_ State \_\_\_\_\_ Zip+4 \_\_\_\_\_

Name \_\_\_\_\_ Street Address \_\_\_\_\_ City \_\_\_\_\_ State \_\_\_\_\_ Zip+4 \_\_\_\_\_

Name \_\_\_\_\_ Street Address \_\_\_\_\_ City \_\_\_\_\_ State \_\_\_\_\_ Zip+4 \_\_\_\_\_

This document must be executed by the chair of the board of directors, by its president, or by another of its officers. If directors have not been selected or the corporation has not been formed, an incorporator may execute the document.

No person may execute this report knowing it is false in any material respect. Any violation may be subject to a civil and/or criminal penalty (SDCL 47-1A-129; 22-39-36).

Dated \_\_\_\_\_

\_\_\_\_\_  
Signature of an authorized officer

Email \_\_\_\_\_  
(Optional)

\_\_\_\_\_  
Printed Name

\_\_\_\_\_  
Title

### Optional Provisions - Any of the optional articles may be added by attachment.

1. The names and addresses of the individuals who are to serve as the initial directors
2. Provisions not inconsistent with law regarding:
  - a) The purpose or purposes for which the corporation is organized;
  - b) Managing the business and regulating the affairs of the corporation;
  - c) Defining, limiting, and regulating the powers of the corporation, its board of directors and shareholders;
  - d) A par value for authorized shares or classes of shares; and
  - e) The imposition of personal liability on shareholders for the debts of the corporation to a specified extent and upon specified conditions;
3. Any provision that under this chapter is required or permitted to be set forth in the bylaws;
4. A provision eliminating or limiting the liability of a director to the corporation or its shareholders for money damages for any action taken, or any failure to take any action, as a director, except liability for the amount of a financial benefit received by a director to which the director is not entitled; an intentional infliction of harm on the corporation or the shareholders; a violation of SDCL 47-1A-833; or an intentional violation of criminal law;
5. A provision permitting or making obligatory indemnification of a director for liability, as defined in subdivision 47- 1A-850(5), to any person for any action taken, or any failure to take any action, as a director, except liability for receipt of a financial benefit to which the director is not entitled; an intentional infliction of harm on the corporation or its shareholders; a violation of 47-1A-833.1; or an intentional violation of criminal law; and
6. Any provision limited or denying preemptive rights to acquire additional or treasury shares of the corporation.