

**Corporations Section**

State Office Building, 333 Willoughby Avenue, 9<sup>th</sup> Floor  
PO Box 110806, Juneau, AK 99811-0806  
Phone: (907) 465-2550 • Fax: (907) 465-2974  
Email: [corporations@alaska.gov](mailto:corporations@alaska.gov)  
Website: [Corporations.Alaska.Gov](http://Corporations.Alaska.Gov)

**Amended and Restated Articles of Incorporation****Domestic Professional Corporation (AS 10.45)**

- This Amended and Restated Articles of Incorporation form is only for Domestic Professional Corporations and is used for both of these purposes:
  - Amending only the designated article(s), and;
  - Restating the articles of incorporation in their entirety, including the amendments on this form, and all amendments previously filed for the record.
- The Amended and Restated Articles of Incorporation will not be filed if the official signing this form does not match an official on record for this entity, and/or if your entity's biennial report is not current. Verify your entity and current officials information online at: [Corporations.Alaska.Gov](http://Corporations.Alaska.Gov), *Search Corporations Database*
- Standard processing time for complete and correct filings submitted to this office is approximately 10-15 business days. All filings are reviewed in the date order they are received.
- The information you submit is a public record and will be posted on the State's website.

**1. Important:**

AS 10.45.240 and AS 10.06.502-.526

Each Domestic Professional Corporation is required to notify this office when the Articles of Incorporation are amended and restated.

— AS 10.45.240 and AS 10.06.502-.526

Each Domestic Professional Corporation is required to keep and make available records.

— AS 10.45.240 and AS 10.06.430

**2. Fee:**
 \$25 Nonrefundable Filing Fee (CORF)

3 AAC 16.100

Mail this form and the non-refundable \$25 filing fee in U.S. dollars to the letterhead address. Make the check or money order payable to the State of Alaska, or use the attached credit card payment form.

**3. Entity Information:**

AS 10.45.240 and AS 10.06.502-.526

Entity Name: \_\_\_\_\_

Alaska Entity Number: \_\_\_\_\_

**IMPORTANT:** Any change to the Articles of Incorporation on record is considered an amendment, this includes: deletions, edits, corrections, or renumbering of the Articles. Verify all previously-filed Articles of Incorporations and amendments before proceeding to ensure this filing corresponds with current Articles of Incorporation on record. In addition, per AS 10.45.130, when a person whose name is part of the domestic professional corporation's name ceases as a shareholder, then the corporation shall amend its name to meet the corporation name requirements under AS 10.45.120.

<b>4. Provide each Article number being amended:</b>	AS 10.45.240 and AS 10.06.504(b)
<input type="checkbox"/> Article #1 <input type="checkbox"/> Article #4 <input type="checkbox"/> Article #7 <input type="checkbox"/> Article #10 <input type="checkbox"/> Article #13 <input type="checkbox"/> Article #2 <input type="checkbox"/> Article #5 <input type="checkbox"/> Article #8 <input type="checkbox"/> Article #11 <input type="checkbox"/> Article #14 <input type="checkbox"/> Article #3 <input type="checkbox"/> Article #6 <input type="checkbox"/> Article #9 <input type="checkbox"/> Article #12 <input type="checkbox"/> Article #15	
<ul style="list-style-type: none"> <li>• Add any additional Articles being amended: _____</li> </ul>	
<input type="checkbox"/> New Article(s) are being <u>added</u> to the Articles of Incorporation. <input type="checkbox"/> The designated Articles are being renumbered.	

<b>5. Date the Amended and Restated Articles of Incorporation was approved:</b>	AS 10.45.240 and AS 10.06.510(3)
<ul style="list-style-type: none"> <li>• Date of approval:      Month: _____ / Day: _____ / Year: _____</li> </ul>	

<b>6. Voting Information Requirements:</b>	AS 10.45.240 and AS 10.06.510(3)-(5)
<input type="checkbox"/> No authorized shares have been issued, and the Board approved the Amended and Restated Articles of Incorporation.  <hr style="border: 0; border-top: 1px solid black; margin: 5px 0;"/> <p style="text-align: center;">— or —</p> <hr style="border: 0; border-top: 1px solid black; margin: 5px 0;"/>	
<input type="checkbox"/> Shares have been issued (also known as “outstanding”), and have voted on the Amended and Restated Articles of Incorporation:	
<i>Number of total issued shares:</i> _____	
<i>Number of issued shares entitled to vote:</i> _____	
<i>Number of issued shares voting for the amendment:</i> _____	
<i>Number of issued shares voting against the amendment:</i> _____	
<input type="checkbox"/> If there are shares in class (also known as “series”) entitled to vote:	
<i>Number of issued shares in class entitled to vote:</i> _____	
<i>Designation of issued shares in class entitled to vote:</i> _____	
<i>Number of issued shares in class voting for the amendment:</i> _____	
<i>Number of issued shares in class voting against the amendment:</i> _____	

<b>7. The following statements must be true:</b>	AS 10.45.240, AS 10.06.504(b)(1) and AS 10.06.504(b)(2)
<ul style="list-style-type: none"> <li>Except for the above-designated amendment(s), the restated articles set out without change the provisions of the articles being amended. AS 10.06.504(b)(1)</li> <li>The restated articles, together with the above-designated amendment(s), supersede the original articles and all amendments to the original articles. AS 10.06.504(b)(2)</li> </ul>	

<b>8. Attachment</b> — ALL Articles, in their entirety: <b>(mandatory)</b>	AS 10.45.240, AS 10.06.510(2), and AS 10.06.504(b)
<ul style="list-style-type: none"> <li>Attach a copy of the <u>fully Amended and Restated Articles of Incorporation in its entirety</u>, including the above amendment(s) in ITEM 4 and all amendments previously filed for the record.</li> <li>All Articles must be restated, except the initial registered agent and initial directors may be deleted.</li> </ul> <p><b>NOTE:</b> To update the registered agent's information, a Statement of Change form must be filed separately. To update the officers and/or directors, unless a Biennial Report is due, a Notice of Change of Officials form must be filed separately.</p>	

<b>9. Two Required Signatures:</b>	AS 10.45.240, AS 10.06.510 and 10.06.825
<p>The Amended and Restated Articles of Incorporation must be signed by both:</p> <ul style="list-style-type: none"> <li>The President or Vice-President currently on record with this office for the corporation; — and —</li> <li>The Secretary or Assistant Secretary currently on record with this office for this corporation.</li> </ul> <p>Persons who sign documents filed with the Commissioner which are known to the person to be false in material respects are guilty of a class A misdemeanor.</p>	
Signature 1 of 2: <b>x</b> _____ Date: _____  Printed Name: _____  Title of Authorized Signer: <input type="checkbox"/> President    — or — <input type="checkbox"/> Vice-President	
Signature 2 of 2: <b>x</b> _____ Date: _____  Printed Name: _____  Title of Authorized Signer: <input type="checkbox"/> Secretary    — or — <input type="checkbox"/> Assistant Secretary	

**IMPORTANT:** If the entity's legal name is being amended, it is your responsibility to notify any other sections, departments, agencies, or organizations the entity is licensed or registered with regarding this change, as applicable. Within our Division, be sure to check in with the following two sections:

- Business Licensing Section:** [www.BusinessLicense.Alaska.Gov](http://www.BusinessLicense.Alaska.Gov)
- Professional Licensing Section:** [www.BusinessLicense.Alaska.Gov](http://www.BusinessLicense.Alaska.Gov)



THE STATE  
of **ALASKA**

Department of Commerce, Community and Economic Development  
Division of Corporations, Business and Professional Licensing

**COR**

FOR DIVISION USE ONLY

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**Contact Information**

- Return this form with your filing
- This information may be used by the Division to assist with processing your attached filings
- This form will not be filed for record, or appear online

<b>Entity Information</b>		Enter your entity information as it appears on this filing.	
Entity Name:			
AK Entity #:			

<b>Contact Person</b>		Whom may we contact with any questions or problems with this filing?	
Company:			
Contact:			
Mailing Address:	Address:		
	City:	State:	ZIP:
Phone:			
Email:			

<b>Document Return Address</b>		Provide an address for the return of your filed documents.	
<input type="checkbox"/> Return my filings to the address provided <b>ABOVE</b>			
<input type="checkbox"/> Return my filings to this address provided <b>BELOW</b>			
Company:			
Contact:			
Mailing Address:	Address:		
	City:	State:	ZIP:



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## Credit Card Payment Form

All major credit cards are accepted. For security purposes, do not email credit card information. Include this credit card payment form with your application.

Name of Applicant or Licensee: \_\_\_\_\_

Program Type: \_\_\_\_\_ License Number (if applicable): \_\_\_\_\_

I wish to make payment by credit card for the following (check all that apply):

**AMOUNT**

Application Fee: \_\_\_\_\_

License or Renewal Fee: \_\_\_\_\_

Other (name change, wall certificate, fine, duplicate license, exam, etc.):

1. \_\_\_\_\_

2. \_\_\_\_\_

**TOTAL:** \_\_\_\_\_

Name (as shown on credit card): \_\_\_\_\_

Mailing Address: \_\_\_\_\_

Phone Number: \_\_\_\_\_ Email (optional): \_\_\_\_\_

Signature of Credit Card Holder: \_\_\_\_\_

08-4438

Rev 12/26/18

Credit Card Payment Form (all major cards accepted)

<b>CREDIT CARD INFO: Your payment cannot be processed unless all fields are completed!</b>	
<p>1. Account Number: _____</p> <p>2. Expiration Date: _____</p> <p>3. Billing ZIP Code: _____</p> <p>4. Security Code: _____</p>	<p>All four fields <b>MUST</b> be completed!</p> <p>This section will be destroyed after the payment is processed.</p>