

State of Alaska
Department of Commerce, Community, and Economic Development
Division of Corporations, Business and Professional Licensing
Board of Registration for Architects, Engineers and Land Surveyors
333 Willoughby Avenue, 9th Floor, State Office Building
P.O. Box 110806, Juneau, Alaska 99811-0806

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## WHEN TO USE FORM #08-4409, APPLICATION FOR AMENDMENT OF CERTIFICATE OF AUTHORIZATION FOR CORPORATE, LIMITED LIABILITY COMPANY (LLC), OR LIMITED LIABILITY PARTNERSHIP (LLP) PRACTICE

### You <u>already have</u> a Certificate of Authorization and you have made changes in:

- Your corporate name
- The person(s) designated in responsible charge
- Added endorsements for field(s) of practice
- Altered ownership of the corporation/ the membership of the limited liability company/ or the partners of the limited liability partnership.
- 1. YOU MUST AMEND YOUR CORPORATE AUTHORIZATION WITHIN 30 DAYS OF EFFECTIVE DATE OF THE CHANGE. FILL OUT THE AMENDMENT APPLICATION, INCLUDE THE \$75.00 FEE AND PROVIDE THE ATTACHMENTS NEEDED TO PROCESS THE AMENDMENT.
  - A. ATTACHMENTS NEEDED IF YOU HAVE A CHANGE IN CORPORATE, LLC, OR LLP NAME:
    - 1. Photocopy of certificate from the Corporations section of the Division of Corporations, Business and Professional Licensing showing the new corporate, LLC, or LLP name.
    - 2. Certified NOTARIZED copy of the corporate board of directors, the managing members or manager of the LLC, or the general partners of the LLP's resolution to change the name.
  - B. ATTACHMENTS NEEDED IF YOU HAVE A CHANGE IN PERSON(S) DESIGNATED IN RESPONSIBLE CHARGE:
    - Certified NOTARIZED copy of the corporate board of directors, the managing members or manager of the LLC, or the general partners of the LLP's resolution designating the current Alaska-registered professional in responsible charge for each branch of practice. (See sample resolution attached.)
    - 2. Certified statement from person(s) designated as being in responsible charge. See sample statement attached.
  - C. ATTACHMENTS NEEDED IF YOU HAVE A CHANGE IN FIELD(S) OF PRACTICE:
    - Certified NOTARIZED copy of the amendment to corporate, LLC or LLP bylaws indicating each field in which the corporation, LLC, or LLP wishes to practice. (See sample amendment to bylaws attached.)
    - Certified NOTARIZED copy of the corporate board of directors' resolution, the managing members or manager of the LLC, or the general partners of the LLP's resolution designating the current Alaska-registered professional in charge for each branch of practice. (See sample resolution attached.)
  - D. ATTACHMENTS IF YOU HAVE A CHANGE IN OWNERSHIP OF THE CORPORATION, LLC, OR LLP:

No attachments, just fill out the Application For Amendment For Certificate Of Authorization For Corporate, LLC, or LLP Practice, listing the new owner, membership, or partners as applicable.

## ALASKA BOARD OF REGISTRATION FOR ARCHITECTS, ENGINEERS, AND LAND SURVEYORS STATUTES REGARDING AMENDMENT OF CERTIFICATE OF AUTHORIZATION

### AS 08.48.241 Corporations, limited liability companies, or limited liability partnerships

(a) (3) a designation in writing setting out the name of one or more persons holding certificates of registration under this chapter who are in responsible charge of each major branch of the architectural, engineering, land surveying, or landscape architectural activities in which the corporation, limited liability company, or limited liability partnership specializes in this state; if a change is made in the person in responsible charge of a major branch of the architectural, engineering, land surveying, or landscape architectural activities, the change shall be designated in writing and filed with the board within 30 days after the effective date of the change.

**AS 08.48.241** (c) The board may, in the exercise of its discretion, refuse to issue, or may suspend or revoke a certificate of authorization to a corporation, limited liability company, or limited liability partnership if the board finds that any of the corporation's officers, directors, or incorporators, any of the stockholders holding a majority of the stock of the corporation, any of the limited liability company's organizers, managers, or managing members, or any of the limited liability partnership's general partners has committed misconduct or malpractice, or has been found personally responsible for misconduct or malpractice under the provisions of this chapter.

AS 08.48.241 (e) If a corporation, limited liability company, or limited liability partnership, that is organized solely by either a group of architects, a group of engineers, a group of land surveyors, or a group of landscape architects, each holding a certificate of registration under this chapter, applies for a certificate of authorization, the board may, in its discretion, grant a certificate of authorization to the corporation, limited liability company, or limited liability partnership based on a review of the professional records of the incorporators of the corporation, organizers of the limited liability company, or partners who formed the limited liability partnership, in place of the required qualifications set out in this section. If the ownership of the corporation is altered, the membership of the limited liability company is altered, or the partners of the limited liability partnership change, the corporation, limited liability company, or limited liability partnership shall apply for a revised certificate of authorization, based upon the professional records of the owners of the corporation, the members of the limited liability company, or the partners of the limited liability partnership, if exclusively architects, engineers, land surveyors, or landscape architects, or otherwise under the qualifications required by (b)(1)—(4) of this section.

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DEPARTMENT OF COMMERCE, COMMUNITY, AND ECONOMIC DEVELOPMENT DIVISION OF CORPORATIONS, BUSINESS AND PROFESSIONAL LICENSING BOARD OF REGISTRATION FOR ARCHITECTS, ENGINEERS AND LAND SURVEYORS

STATE OFFICE BUILDING 333 WILLOUGHBY AVENUE, 9th FLOOR P.O. BOX 110806, JUNEAU, ALASKA 99811-0806

TELEPHONE: (907) 465-2540 E-mail: license@alaska.gov

# APPLICATION FOR AMENDMENT FOR CERTIFICATE OF AUTHORIZATION FOR CORPORATE, LIMITED LIABILITY COMPANY (LLC), OR LIMITED LIABILITY PARTNERSHIP (LLP) PRACTICE

For Department Use Only
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To be completed ONLY if you have a change in corporate, LLC, or LLP name, fields of practice, or person(s) in responsible charge. Fee: \$75 Amendment Fee (See 12 AAC 02.110(a)(7)) 1. Corporate, LLC, or LLP Authorization # 2. Name of Contact Person 3. Email Address 4. Telephone No. Check here if this is a new corporate, LLC, or LLP name and 5. Corporate, LLC, or LLP Name see "A" on page 2 d/b/a Mailing Address: \_\_\_\_ Street or P.O. Box City State Zip Code 7. Name(s) of majority stockholders (attach separate sheet if necessary) 8. Field(s) of Corporate, LLC, or LLP 9. Designation of person(s) in responsible charge. Attach separate list if necessary. Practice: Field of Practice Name Alaska Registration No. Architecture □ Land Surveying Landscape Architecture Agricultural Engineering Civil Engineering Chemical Engineering Control Systems Engineering ☐ Electrical Engineering Environmental Engineering Fire Protection Engineering Industrial Engineering Mechanical Engineering Metallurgical Engineering Mining and Mineral Processing Engineering Naval Architecture and Marine Engineering **Nuclear Engineering** Petroleum Engineering Check here if this is a Structural Engineering change in person(s) designated Check here if this is a in responsible charge and see change in fields of practice "B" below. and see "C" below.

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A.	Attachments needed if you have a change in corporate, LLC, or LLP name:  1. Photocopy of certificate from Division of Corporations, Business and Professional showing the new corporate, LLC, or LLP name.			
	<ol> <li>Certified NOTARIZED copy of the corporate board of directors, the managing members or manager of the LLC, or the general partners of the LLP's resolution to change the corporate name.</li> </ol>			
B.	<ul> <li>Attachments needed if you have a change in person(s) designated in responsible charge:</li> <li>Certified NOTARIZED copy of the corporate board of directors, the managing members or manager of the LLC, or the general partners of the LLP's resolution designating the current Alaska-registered professional in responsible charge for each branch of practice. (See sample resolution attached.)</li> </ul>			
C.	<ol> <li>Attachments needed if you have a change in field(s) of practice:</li> <li>Certified NOTARIZED copy of the amendment to corporate, LLC or LLP bylaws indicating each field in which the corporation, LLC, or LLP wishes to practice. (See sample amendment to bylaws attached.)</li> <li>Certified NOTARIZED copy of the corporate board of directors' resolution, the managing members or manager of the LLC, or the general partners of the LLP's resolution designating the current Alaska-registered professional in charge for each branch of practice. (See sample resolution attached.)</li> </ol>			
any mise land or h or L with any	ENERAL INFORMATION QUESTION: Since the date of your last renewal or amendment, has the corporation, LLC, or LLP or of the person(s) designated in responsible charge or any principles of the corporation, LLC, or LLP been found guilty of sconduct, dishonesty, fraud, incompetence, and/or gross negligence in the practice of architecture, engineering, land surveying, dscape architecture or had a professional license denied, revoked, suspended, or otherwise restricted, conditioned, or limited has the corporation, LLC, LLP or any of the person(s) designated responsible charge or any principles of the corporation, LLC, LLP surrendered a professional license, been fined, placed on probation, reprimanded, disciplined, or entered into a settlement in a licensing authority in connection with a professional license held in any jurisdiction including Alaska and including that of a military authorities or is any such action pending? If yes, please attach explanation with legal documentation.  Yes \[ \sum No \]			
11.	All information provided with this application is considered public information.			
12. I	I certify under penalty of perjury that the information furnished is true and correct.			
Da	ate Signature of Contact Person			
	Title:			

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### **SAMPLE RESOLUTION**

Be it resolved by the General Partners of:	Name of LLD
	Name of LLP
Be it resolved by the Managing Members or Manager of:	(AS 10.50.990) Name of LLC
Be it resolved by the Board of Directors of	, Inc., that (Name of Corporation)
	(Name of Corporation)
, Regis	stration No, is hereby designated as
(Name of Person in Responsible Charge)	
the person responsible for the practice of(Branch of Practice)	by
(Branch of Practice)	(Name of Corporation, LLC, LLP)
in the State of Alaska; and has	full authority to make all final decisions with respect to
work	performed by the corporation, LLC, or LLP in the State of Alaska.
(Branch of Practice)	benomied by the corporation, LLO, or LLF in the State of Alaska.
NOTE A 1 II	
NOTE: A similar paragraph should be constructed for ea LLC, or LLP.	ch field and/or branch of service offered by the corporation,
Dated this,,	
Dated this,,	President or Other Authorized Officer
CEAL.	
SEAL	
SAMPLE CERTIFICAT	TION OF RESOLUTION
State of)	
City and Borough (or County)of) ss.	
only and pereugn (or county) or	
I,	, being first duly sworn according to law, depose and say:
I,(Name of Authorized Officer)	
I am the of of	
(Title (such as Secretary))	(Name of Corporation, LLC, LLP)
The foregoing is a complete, true, and correct copy of a resolution	on adopted by the director of said corporation, or the managing
members or manager of said LLC; or the general partners of said	d LLP on
	(Date)
Said meeting was called and held in accordance with the bylaw	vs of said corporation, or the articles of organization or operating I a quorum was present at all times.
agreement of said LLC; or the general partners of said LLP, and	l a quorum was present at all times.
	Signature of Authorized Officer
	Title
OUDOODIDED AND OWODN to be force on a thick	
SUBSCRIBED AND SWORN to before me this day of _	,·
	Natara Dublic for
	Notary Public for
	My Commission Expires:

NOTE: Substitute the appropriate professional discipline for the services the corporation is providing.

### SAMPLE AMENDMENT TO BYLAWS

**AMENDMENT** 

TO

BY LAWS

OF

JOHN DOE, INC.

The bylaws of JOHN DOE, INC. are hereby amended to include as an addition the following:

ARTICLE XX

### PRACTICE OF CIVIL ENGINEERING, ELECTRICAL ENGINEERING AND ARCHITÉCTURE

The corporation shall at all times maintain a currently registered <u>civil</u> engineer who shall be designated in responsible charge of all <u>civil</u> engineering performed by the corporation, and shall further at all times maintain a currently registered <u>electrical</u> engineer who shall be designated in responsible charge of all <u>electrical engineering</u> performed by the corporation and shall further at all times maintain a currently registered architect who shall be designated in responsible charge of all architectural work performed by the corporation. Such Alaska registrants shall have full authority with regard to all professional decisions and projects in their réspective fields and/or branches.

Dated this day of	,·
(SEAL)	President or other Authorized Officer
SAMPLE CERTIFICATION O	F AMENDMENT TO BYLAWS
State of)	
City and Borough (or County)of) ss.	
I,(Name of Authorized Officer)	, being first duly sworn according to law, depose and say:
I am the of	
(Title (such as Secretary))	(Name of Corporation)
The foregoing is a complete, true, and correct copy of a resoluti	on adopted by the director of said corporation on
(Date)	
Said meeting was called and held in accordance with the bylaw	s of said corporation and a quorum was present at all times.
	Signature of Authorized Officer
	Title
SUBSCRIBED AND SWORN to before me this day of _	,
	Notary Public for
	My Commission Expires:
09 4400b (Dov. 44/9E/4E)	COPI

CORP 08-4409b (Rev. 11/25/15)

NOTE: Substitute the appropriate professional discipline for the services the LLC is providing.

## SAMPLE AMENDMENT TO ARTICLES OF ORGANIZATION OR OPERATING AGREEMENT

OF

### **JOHN DOE, LLC**

The articles or organization or operating agreement of JOHN DOE LLC is/are hereby amended to include as an addition the following:

ARTICLE XX

#### PRACTICE OF <u>CIVIL</u> ENGINEERING, ELECTRICAL ENGINEERING AND ARCHITECTURE

The LLC shall at all times maintain a currently registered <u>civil</u> engineer who shall be designated in responsible charge of all <u>civil</u> engineering performed by the LLC, and shall further at all times maintain a currently registered <u>electrical</u> engineer who shall be designated in responsible charge of all <u>electrical</u> engineering performed by the LLC and shall further at all times maintain a currently registered <u>architect</u> who shall be designated in responsible charge of all <u>architectural</u> work performed by the LLC. Such Alaska registrants shall have full authority with regard to all professional decisions and projects in their respective fields and/or branches.

Dated this day of		,
(SEAL)		President or other Authorized Officer
SAMPLE CERTIFICATION O	F AMENDM OPERATIN	IENT TO ARTICLES OF ORGANIZATION G AGREEMENT
State of	)	
City and Borough (or County)of	) ) ss. )	
I,(Name of Authorized Officer)		, being first duly sworn according to law, depose and say:
I am theo	of	
(Title (such as Secretary))		(Name of LLC)
(Date)		on adopted the managing members or manager of said LLC on
quorum was present at all times.	with the arti	cles of organization or operating agreement of said LLC and a
		Signature of Authorized Officer
		Title
SUBSCRIBED AND SWORN to before me this	day of _	
		Notary Public for
		My Commission Expires:

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NOTE: Substitute the appropriate professional discipline for the services the corporation is providing.

### SAMPLE AMENDMENT TO PARTNERSHIP AGREEMENT OF THE LLP

**AMENDMENT** 

TO

PARTNERSHIP AGREEMENT

 $\mathsf{OF}$ 

### JOHN DOE, LLP

The partnership agreement of JOHN DOE, LLP is hereby amended to include as an addition the following:

Dated this

day of

ARTICLE XX

### PRACTICE OF <u>CIVIL</u> ENGINEERING, <u>ELECTRICAL ENGINEERING</u> AND <u>ARCHITECTURE</u>

The LLP shall at all times maintain a currently registered <u>civil</u> engineer who shall be designated in responsible charge of all <u>civil</u> engineering performed by the LLP, and shall further at all times maintain a currently registered <u>electrical</u> engineer who shall be designated in responsible charge of all <u>electrical engineering</u> performed by the LLP and shall further at all times maintain a currently registered <u>architect</u> who shall be designated in responsible charge of all <u>architectural</u> work performed by the LLP. Such Alaska registrants shall have full authority with regard to all professional decisions and projects in their respective fields and/or branches.

(SEAL)	President or other Authorized Officer
SAMPLE CERTIFICATION OF AMENDMI	ENT TO PARTNERSHIP AGREEMENT
State of)	
City and Borough (or County)of) ss.	
I,(Name of Authorized Officer)	, being first duly sworn according to law, depose and say:
I am the of of	 (Name of LLP)
The foregoing is a complete, true, and correct copy of a resolution	on adopted by the managing partners of said LLP on
(Date)	
Said meeting was called and held in accordance with the partn all times.	ership agreement of said LLP and a quorum was present a
	Signature of Authorized Officer
	Title
SUBSCRIBED AND SWORN to before me this day of _	
	Notary Public for
	My Commission Expires:

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### STATEMENT OF PERSON IN RESPONSIBLE CHARGE

l,	acknowledge and agree to the designation of the registrant in	
responsible charge for the practice of _	(field of practice) for	
	_ (name of corporation, LLC or LLP). My state registration	
number is	_ and expires on	
I certify under penalty of unsworn fal correct. (AS 11.56.210)	sification that the information furnished is true and	
Date:	Name of Person in Responsible Charge	
	Signature of Person in Responsible Charge	

(PROFESSIONAL SEAL)

FOR DIVISION USE ONLY

State of Alaska Department of Commerce, Community, and Economic Development Division of Corporations, Business and Professional Licensing PO Box 110806, Juneau, AK 99811 Phone: (907) 465-2550

Credit Card Pay	ment Form	L			
All major credit cards ar Include this credit card p	•	security purposes, <u>do not email</u> cre h your application.	dit card information.		
Name of Applicant or Li	censee:				
Program Type:		License Number (if appli	icable):		
I wish to make payment by credit card for the t		r the following <i>(check all that apply</i>	): AMOUNT		
Application Fee:					
Other (name cha	Other (name change, wall certificate, fine, duplicate license, exam, etc.):				
1					
2					
		TOTA	AL:		
Name <i>(as shown on cre</i>	dit card):				
Mailing Address:					
Phone Number:		Email <i>(optional)</i> :			
Signature of Credit Ca	rd Holder:				
08-4438 Rev 12/26/18 Credit Card Payment Form (all ma		all major cards accepted)			
CREDIT CARD INFO	: Your paymen	t cannot be processed unless al	I fields are completed!		
1. Account Number	r:		All four fields <b>MUST</b>		
2. Expiration Date:			be completed!		
3. Billing ZIP Code:		This section will be destroyed after the			
<b>4.</b> Security Code:			payment is processed.		