

Instructions for completing Form CD 410 (Notice of Intent to Dissolve – Profit Corporation)

Important – Please Read. Dissolution is a complex process. A profit corporation that has commenced activities may dissolve by filing a Notice of Intent to Dissolve pursuant to O.C.G.A. 14-2-1403 and Articles of Dissolution pursuant to O.C.G.A. 14-2-1408. Form CD 410 and CD 412 may be used for this purpose. Use of these forms is optional. Notice of intent to dissolve may be drafted pursuant to O.C.G.A. 14-3-1403. Forms CD 410 and CD 412 are not intended to replace competent legal counsel. Secretary of State staff is not authorized to provide legal counsel or explain the steps necessary to successfully dissolve a corporation or to complete these forms. Filers are strongly urged to obtain professional legal, tax, and/or business advice to assure the filer's goals and intentions are met, that requirements of the law are satisfied, and that members, officers and directors are protected even after the dissolution.

- Article One Provide the name and control number of the corporation.
- Article Two Provide the date the dissolution was authorized.
- Article Three Filer must choose one of the statements addressing the shareholders' participation in the decision to dissolve the corporation.
- Article Four Check the appropriate statement regarding the effective date and time of the document. If the document is to be effective on the date of filing, check the first statement. If the document is to become effective later than the date of filing, check the second statement and enter the effective date and time in the space provided. **Please be advised that the delayed effective date may not be later than 90 days after the filing date of the document.**
- Article Five The corporation must provide a written statement, which may appear in the notice of intent to dissolve, certifying that the request for publication of a notice of intent to voluntarily dissolve the corporation and payment therefor has been made as required pursuant to O.C.G.A. §14-2-1403.1. Filer may satisfy the statutory requirement for publication certification by signing this form. **Do not forward publication notice to the Secretary of State.**
- Signature The articles of dissolution must be signed by either the chairperson of the board of directors, an officer, a receiver, trustee or fiduciary if one has been appointed by a court, or an attorney in fact. The signer must state the capacity in which he or she is signing. Print the legal name* of the signer.

There is a \$10.00 service charge for filing a notice of intent to dissolve by paper. Please mail the completed form and payment to: **Corporations Division, 2 Martin Luther King Jr. Dr. SE, Suite 313 West Tower, Atlanta, Georgia 30334.** There is no fee or service charge for filing a notice of intent to dissolve online at <https://ecorp.sos.ga.gov/>.

* Legal name is an individual's first and last name without use of initials or nicknames. Middle names or initials may be included.



Secretary of State

OFFICE OF SECRETARY OF STATE
CORPORATIONS DIVISION
2 Martin Luther King Jr. Dr. SE
Suite 313 West Tower
Atlanta, Georgia 30334
(404) 656-2817
sos.georgia.gov/corporations

Notice of Intent to Dissolve

Article One

The name of the corporation is:

_____.

The control number is: _____.

Article Two

The date the dissolution was authorized was: _____.

Article Three

(Choose one statement only)

- Dissolution of the corporation was duly approved by the shareholders in accordance with O.C.G.A. § 14-2-1402.
- Approval of the shareholders was not required.

Article Four

(Check, and if applicable complete, one of the following)

- This document shall be effective upon the filing with the Secretary of State.
- This document shall be effective on: _____ at _____.
(Date) (Time)

Article Five

The undersigned does hereby certify that a request for publication of a notice of intent to voluntarily dissolve the corporation along with the publication fee of \$40.00 has been forwarded to the official organ of the county of the registered office as required by O.C.G.A. § 14-2-1403.1(b).

IN WITNESS WHEREOF, the undersigned has executed this Notice of Intent to Dissolve on

(Date)

Signature

Print Name*

- Capacity (choose one option only): Officer Chairperson of Board of Directors
- Attorney In Fact Court-Appointed Fiduciary

Email Address: _____

* Enter individual's legal name, i.e. first and last name without use of initials or nicknames. Middle names or initials may be included.