



Arizona Nonprofit Corporation Formation Agreement

Over 2,100 Arizona Entities Formed Since 2001



Use this online Nonprofit Corporation Formation Agreement to hire Arizona corporate and business attorney Richard Keyt and KEYTLaw, L.L.C. (the "Firm") to form your new Arizona nonprofit corporation for a guaranteed fixed fee of \$1,319 (\$997 legal fees plus costs of \$322). Paragraph 4 on this page states exactly what the Firm will do for the fee. Rick, a former partner in one of the largest law firms in Arizona, has practiced law and been forming entities in Arizona since 1980. He has a masters degree (LL.M.) in federal income tax law from New York University School of Law.

For information about the Firm, see www.keytlaw.com and Rick's [biography](#). For in depth articles about Arizona corporations, see the [Arizona Corporation Library](#). If you have questions about Arizona nonprofit corporations or this Agreement or if you have any questions during the formation process, call Rick at 602-906-4953 then press 1 (no charge for questions about forming and operating Arizona nonprofits).

Complete this form in 5 – 10 minutes by typing the answers directly in the blank spaces or print the Agreement and complete it with a pen. Deliver this form to us via email after you have entered all the data by clicking on the big red button on the last page that says **Submit to KEYTLaw Via Email**. After emailing, faxing or mailing this form to Rick, [click on this link to go to our secure online store](#) and pay by Visa, MasterCard or PayPal. Instead of completing this form, you can call Rick's corporate legal assistant Katie at 602-906-4953, ext. 7 and give her your information over the phone.

Nonprofit Corporation Formation Services: The Firm will perform the following legal services for a fixed fee of \$997: (1) unlimited telephone consultations with Arizona attorney Richard Keyt with respect to questions about forming and operating the nonprofit corporation, and other incorporation related issues, (2) name selection advice, (3) prepare the **Articles of Incorporation**, (4) prepare a **Certificate of Disclosure** for each initial officer and director, (5) prepare the Arizona corporation Commission ("ACC") cover sheet; (6) file the Articles of Incorporation with the ACC on an expedited basis; (7) give you a copy of the Articles stamped with the ACC's "received" stamp, (8) give you an **Operations Manual** explaining how to operate your new Arizona nonprofit corporation with discussions about how to: obtain a federal employer ID number (over the phone or the internet), open the corporation's bank account, document changes directors, hold and document meetings of the directors, comply with applicable Arizona nonprofit corporation law, operate a 501(c)(3) charitable organization, comply with the substantiation and disclosure requirements with respect to contributions to a 501(c)(3) charitable organization (including a sample form to give a donor to substantiate a gift), comply with the prohibition on excess benefits given to a disqualified person in violation of Internal Revenue Code Section 4958, (9) publish the Articles of Incorporation in a newspaper in the appropriate county; (10) obtain an **Affidavit of Publication** and file it with the ACC before the statutory deadline, (11) prepare **By-Laws**; (12) prepare the **Organizational Resolutions** of the board of directors of the corporation, (13) prepare a **Conflicts of Interest** Policy, (14) prepare **Resolutions** of the board of directors adopting the policy, (14) give you the ACC's letter approving the Articles of Incorporation, (15) give you the Articles of Incorporation stamped with the ACC "approved" stamp, (16) give you an up-to-date corporate minute book, the corporation's Articles of Incorporation, By-Laws, and organizational resolutions of the directors, and (17) act as the corporation's statutory agent for its first year at no charge.

The fixed fee does not include costs and expenses paid or incurred by the Firm in connection with the services. The costs to form the corporation will be approximately \$322, consisting of: (1) a \$75 filing fee paid to the ACC to file the Articles of Incorporation on an expedited basis, (2) \$175 to publish the Articles in a newspaper, (3) \$72 for a minute book kit to hold the organizational documents, minutes and resolutions and important corporate documents. If your corporation has an office outside Maricopa County, the cost of publication will be more than \$175 and we will bill you for the amount exceeding \$175. After the first year, we charge \$99 a year payable in advance to continue as the corporation's statutory agent, but the corporation can change its statutory agent at any time as explained in the Operations Manual.

We will file the Articles of Incorporation with the name that you select, but we are not advising you with respect to and we are not responsible for selecting a corporate name that does not infringe on a trademark or service mark. Before you select a name for your corporation, check the ACC's [Name Availability Database](#) to determine if your prospective corporate name is available in Arizona. The ACC will accept a proposed corporate name unless it is identical to the name of an existing Arizona entity or tradename.

We require payment in advance before we provide any services. Unless there are unforeseen costs (for example you want us to send documents to you via FedEx) or developments or you hire us for additional services unrelated to forming your corporation, the amount you agree to pay in this Agreement will be the only amount you pay us for forming your nonprofit corporation. We will send itemized invoices. You agree to pay any unpaid amount within ten days after we mail the invoice. If you do not pay an invoice within thirty days, we may charge interest on unpaid amounts at the rate of 1.5%

per month, and we may terminate our services and/or withdraw from further representation of the company. The entire amount you pay KEYTLaw, LLC, for fees and costs is nonrefundable, but you may nevertheless discharge KEYTLaw, LLC, and Richard Keyt at any time and in that event you may be entitled to a refund of all or part of the fee based upon the value of the representation. The person who pays our fees and costs by credit card confirms that the company that issued the credit card allows charges for future services, costs and expenses. After three years, we may destroy all documents we collect during the time we provide services.

We are not acting as your attorney in advising you with respect to this Agreement because we would have a conflict of interest in doing so. We will represent only the nonprofit corporation rather than the interests of any director, officer or any other person or entity. If you or any person or entity affiliated with the company have questions about this Agreement, we recommend that each concerned person consult with other legal counsel. You are hiring the Firm to form your Arizona nonprofit corporation, not to advise the corporation or its officers or directors with respect to federal or state tax issues. You must consult with other attorneys or accountants to advise you on federal and state tax laws.

SELECT YOUR DESIRED SERVICES & GUARANTEED FIXED FEE

Click your mouse on the boxes below to select your services & associated fees. Fill in the blanks online by clicking on a box or by typing the information in each blank space. Push the **TAB** key to move to the next field and the **SHIFT + TAB** key to move backwards.

\$1,319 **Incorporation Service:** We provide all the services listed in paragraph 4 on page 1 using normal processing time (7 - 10 days) to prepare the Articles of Incorporation and ancillary documents and email them to you for review. We also pay all of the costs described in paragraph 5 on page 1.

\$ 100 **KEYTLaw Address Service (Prevents Addresses from Being Displayed on the Internet on the ACC's Website):** Use KEYTLaw's address as the corporation's known place of business in Arizona and/or the address of its officers or directors. Arizona law requires that the corporation have a known place of business in Arizona and that the Articles of Incorporation contain the address of all incorporators, officers and directors. Name and address information will be on the internet to anybody who searches the ACC's online database. Select this option if any officer or director does not want his or her address to be listed on the ACC's website. This is an annual fee. [See a sample of a typical ACC website report that displays addresses of officers and directors.](#)

\$ 200 **One Business Day Super Expedited Service** to prepare & email the formation documents (normally 7 - 10 days)

\$ 100 **Three Business Day Expedited Service** to prepare & email the formation documents (normally 7 - 10 days)

\$ _____ Total amount to be paid to KEYTLaw, LLC.

ARIZONA NONPROFIT CORPORATION FORMATION QUESTIONNAIRE

1. Corporation's Name: _____
2. Corporation's Known place of business in Arizona:
Street Address _____ City, _____ State _____ Zip Code _____

County of the corporation's known place of business _____
use KEYTLaw's office address as the corporation's address for an additional \$100 a year
3. Contact person: _____
This is the person to whom we will send documents & correspondence and who we will contact for information & instructions with respect to the corporation

Primary Phone Number _____ Email Address _____

4. Give a brief statement of the character of affairs that the corporation initially intends to conduct:
5. Names of all initial directors (must have at least one – more than one is optional):

Chairman of the Board: _____ Board Secretary: _____

6. Initial officers: President: _____ Vice President: _____
Secretary: _____ Treasurer: _____

The corporation must have a President. All other officers are optional, but I recommend the corporation have a Secretary. The same person can hold multiple officer positions.

7. Members? Yes No Members are optional. Most nonprofits do not have members.

OFFICER & DIRECTOR INFORMATION
PRINT & COMPLETE THIS PAGE FOR EVERY OFFICER & DIRECTOR

Officer & Director Information:

First Name, Middle Initial, Last Name

Street Address City, State Zip Code

Primary Phone Number Email Address

Officer & Director Information:

First Name, Middle Initial, Last Name

Street Address City, State Zip Code

Primary Phone Number Email Address

Officer & Director Information:

First Name, Middle Initial, Last Name

Street Address City, State Zip Code

Primary Phone Number Email Address

HOW TO DELIVER THIS AGREEMENT TO KEYTLAW

1. **Easy Email Method** (only for Outlook & Outlook Express): Click on the Submit to KEYTLaw Via Email button found at the end of this agreement. Clicking on the submit button will open Outlook or Outlook Express with an email message pre-addressed to Richard Keyt. Click on the **SEND** icon in your email program to send the email to Richard with this agreement attached as an Adobe pdf file. Use the Harder Email Method if you do not use Outlook or Outlook Express.
2. **Harder Email Method:** Save this agreement as a file on your computer then send the saved pdf file to rk@keytlaw.com as an attachment to an email. You must have Adobe Acrobat or Reader version 8 or later to save this form on your computer with the data in it. Download the free Adobe Reader at: www.adobe.com/products/acrobat/readstep2.html.
3. **Fax:** Fax this Agreement directly to Richard Keyt at 602-297-6890. You do not need a cover sheet.
4. **Snail Mail:** Mail or deliver the Agreement in a sealed envelope addressed to Richard Keyt, 3001 East Camelback, Suite 130, Phoenix, Arizona 85016.

Caution: What to Do if Clicking on the Submit Via Email Button Does Not Work

If clicking on the **Submit to KEYTLaw Via Email** button below does not cause your email program to open with this document attached as a file, you must deliver this completed agreement to Richard Keyt by the Harder Email Method (Number 2), or methods 3 or 4 described above.

Confirmation from KEYTLaw on Receiving This Agreement & Your Payment

When we receive this agreement and your payment, we will send you an email message confirming receipt. If we do not get either your agreement or your payment, we will notify you of that fact by another email. We usually send the confirmation email within a few hours if we receive it on a business day between 8 and 5 pm. If we receive your agreement and payment on a non-business day or after hours, we may not send a confirmation email until the next business day.

HOW TO PAY

1. **Preferred Method:** [Click on this link to go to our secure online store](#) and pay by Visa or MasterCard.
2. Mail or deliver your check payable to: **KEYTLaw, LLC** in a sealed envelope addressed to Richard Keyt, 3001 East Camelback, Suite 130, Phoenix, Arizona 85016.
3. Give your credit card information over the phone to Richard Keyt's corporate legal assistant Katie Keyt at 602-906-4953, ext. 7.