

**Office of the Minnesota Secretary of State**  
**Minnesota Business Corporation | Articles of Dissolution**  
*Minnesota Statutes, Chapter 302A.7291 or 302A.727*



**Read the instructions before completing this form.**

**Filing Fee: \$55 for expedited service in-person and online filings, \$35 for mail**

**Articles of Dissolution filed under *Minnesota Statutes*, sections 302A.7291 or 302A.727 is used to dissolve a corporation that has issued shares.**

1. File Number: \_\_\_\_\_

2. Name of Corporation: (Required) \_\_\_\_\_

3. Select one of the following: (Required)

Articles of Dissolution are being filed pursuant to *Minnesota Statutes*, section 302A.7291 for corporations that have NOT given notice to creditors and claimants.

If Articles of Dissolution are being filed pursuant to subdivision 1, clause (1), that all known debts, obligations and liabilities of the corporation have been paid and discharged or that adequate provision has been made for payment or discharge. The remaining property, assets and claims of the corporation have been distributed among its shareholders in accordance with section 302A.551, subd. 4, or that adequate provision has been made for that distribution. There are no pending legal, administrative or arbitration proceedings by or against the corporation, or that adequate provision has been made for the satisfaction of any judgment, order or decree that may be entered against it in a pending proceeding.

Articles of Dissolution are being filed pursuant to *Minnesota Statutes*, section 302A.727 for corporations that have given notice to creditors and claimants.

List the last date on which the notice was given: (Required under 302A.727) \_\_\_\_\_

Payment of all creditors and claimants filing a claim within the 90-day period stated in section 302A.727, subd.2, paragraph (e) has been made or provided for; or the date on which the longest of the periods described in section 302A.727, subd. 3, paragraph (b) has expired. The remaining property, assets and claims of the corporation have been distributed among its shareholders in accordance with section 302A.551, subd. 4, or adequate provision has been made for that distribution. There are no pending legal, administrative or arbitration proceedings by or against the corporation commenced within the time provided in subdivision 3, paragraph (b), or that adequate provision has been made for the satisfaction of any judgment, order or decree that may be entered against it in a pending proceeding.

4. I, the undersigned, certify that I am signing this document as the person whose signature is required, or as agent of the person(s) whose signature would be required who has authorized me to sign this document on his/her behalf, or in both capacities. I further certify that I have completed all required fields, and that the information in this document is true and correct and in compliance with the applicable chapter of Minnesota Statutes. I understand that by signing this document I am subject to the penalties of perjury as set forth in Section 609.48 as if I had signed this document under oath.

\_\_\_\_\_  
Signature of Authorized Person or Authorized Agent

\_\_\_\_\_  
Date

**Email Address for Official Notices**

Enter an email address to which the Secretary of State can forward official notices required by law and other notices

Check here to have your email address excluded from requests for bulk data, to the extent allowed by Minnesota law.

**List a name and daytime phone number of a person who can be contacted about this form:**

\_\_\_\_\_  
Contact Name Phone Number

# INSTRUCTIONS

**File your business document online by visiting our website at [www.sos.mn.gov](http://www.sos.mn.gov).**

This form is intended merely as a guide for filing and is not intended to cover all situations. Retain the original signed copy of this document for your records and submit a legible photocopy for filing with the Office of the Secretary of State.

**Articles of Dissolution filed under *Minnesota Statutes*, sections 302A.7291 or 302A.727 is used to dissolve a corporation that has issued shares and must have filed or be accompanied by an ‘Intent to Dissolve’ filing.**

- 1. File Number:** Provide the file number issued by the Minnesota Secretary of State.
- 2. Name of Corporation:** (Required) List the corporate name on file with the Office of the Secretary of State.
- 3. Select one of the following:** (Required) Check the applicable statute that the Articles of Dissolution are being filed under. If filing under Chapter 302A.727, provide the last date on which the notice was given.
- 4. Authorized Signature:** (Required) Must be signed by someone authorized by the corporation or by an Authorized Agent (The signing party must indicate on the document that they are acting as the agent of the person(s) whose signature would be required and that they have been authorized to sign on behalf of that person(s).)

**Email Address for Official Notices.** This email address may be used to send annual renewal reminders and other important notices that may require action or response. Check the box if you wish to have your email address excluded from requests for bulk data, to the extent allowed by Minnesota law.

**List a name and daytime telephone number of a person who can be contacted about this form.**

**Filing Fee: \$55 for expedited service in-person and online filings, \$35 if submitted by mail  
Payable to the MN Secretary of State**

Please submit all items together and mail to the address below:

**FILE IN-PERSON OR MAIL TO:**

Minnesota Secretary of State - Business Services  
First National Bank Building  
332 Minnesota Street, Suite N201  
Saint Paul, MN 55101

(Staffed 8 a.m. – 4 p.m., Monday - Friday, excluding holidays)

Phone Lines: (9 a.m. - 4 p.m., M-F) Metro Area 651-296-2803; Greater MN 1-877-551-6767

All of the information on this form is public. Minnesota law requires certain information to be provided for this type of filing. If that information is not included, your document may be returned unfiled. This document can be made available in alternative formats, such as large print, Braille or audio tape, by calling (651)296-2803/voice. For a TTY/TTD (deaf and hard of hearing) communication, contact the Minnesota Relay Service at 1-800-627-3529 and ask them to place a call to (651)296-2803. The Secretary of State's Office does not discriminate on the basis of race, creed, color, sex, sexual orientation, national origin, age, marital status, disability, religion, reliance on public assistance or political opinions or affiliations in employment or the provision of service.