

Topic: Certificates of Good Standing – Date of Incorporation

Question by: Allison A. DeSantis

Jurisdiction: Ohio

Date: January 15, 2013

Jurisdiction	Question(s)	
	Does your jurisdiction produce a Certificate of Good Standing which includes the date of incorporation? (I realize this is sometimes an option the customer must select)	Does your jurisdiction require the date of incorporation to be set forth on a Certificate of Good Standing when a foreign corporation applies for a license in your office?
Manitoba	Yes	No
Corporations Canada		
Alabama		
Alaska		
Arizona	In Arizona, we have one version of a CGS that we produce for a domestic corps and LLCs, and it does have the date of formation on it.	When a foreign corp produces one, we do not require that it show the date of incorporation.
Arkansas		
California		
Colorado	Our certificate of good standing for a Colorado entity does include the date of formation.	Colorado does not require a certificate of any fact to be included with the application for a foreign entity to have authority to do business here. Both, obtaining a certificate of good standing and filing the application for authority to do business as a foreign entity, are online processes.
Connecticut		
Delaware	In Delaware our short form good standing does not contain the date but customers can request the Incorporation date as an option at no extra charge.	We do not require the date of incorporation to be set forth on a Certificate of Good Standing when a foreign corporation submits a foreign qualification/registration application.

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District of Columbia	In the District of Columbia the answer to the 1st question is yes	the 2nd question we would take good standing certificate dated within the last 90 days from the state Registrar; we would accept good standing certificate from another jurisdiction regardless of whether it will have date of registration or not.
Florida		
Georgia		
Hawaii	Hawaii's certificate of good standing includes the date of incorporation or date of registration.	Hawaii does not require the date of incorporation to be set forth on their certificate of good standing for a foreign corporation registration. The date of incorporation is required on the Application For Certificate of Authority.
Idaho		
Illinois		
Indiana	The certificate we produce always has the date of incorporation. We just have one certificate we produce - no options.	We generally require the date of incorporation on the certificate. However, I know we accept the Delaware cert. that does not contain the date. Apparently it is more difficult for customers to get the DE cert. with the date. It was causing too many rejections.
Iowa		
Kansas		
Kentucky		
Louisiana	Louisiana does produce the certificate with the date of incorporation and the file number.	Louisiana requires the certificate for qualification to do business but the only important date is that it is dated within 90 days of filing.
Maine	Maine's provides the date of filing on certificates of good standing.	Maine no longer requires the date of filing on the certificates to qualify here.
Maryland		

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Massachusetts	Massachusetts does not require that the certificate of good standing or legal existence provide the date of organization in the home jurisdiction for a foreign entity registering to do business here. However, the foreign entity must provide that date on their registration.	MA certificates of good standing for MA domestic entities do provide the date of organization.
Michigan	The foreign corporation receives from MI a Certificate of Authority; this certificate includes the date they were qualified in MI. It does not include their incorporation date in their home state.	Yes
Minnesota		
Mississippi		
Missouri		
Montana	Montana does provide the incorporation/organization date in a Certificate of Existence (Good Standing) issued by this office.	we do not require the date of incorporation/organization on a Certificate of Existence when a foreign corporation applies for a certificate of authority with this office.
Nebraska		
Nevada	Yes	Yes. We are working on legislation to remove the certificate of good standing from home state requirement and replace with affidavit.
New Hampshire	Yes	No - NH has removed the requirement for a certificate for foreign entities applying in NH.
New Jersey		
New Mexico		
New York		
North Carolina	Yes. Our certificates of existence do contain the date of incorporation/formation. This is automatically included on the certificate.	No. We accept certificates that do not contain a date of incorporation/formation.
North Dakota	No	Yes
Ohio		

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Oklahoma	No	No
Oregon	Oregon's Certificate of Existence includes the Entity name, the governing statutory act, the date of formation and today's date, with the statement that the business is currently active.	Oregon requires either a certificate of existence issued within 60 days of submission or the registration number from an accessible registry database. It does not require the date of formation to be evidenced on either.
Pennsylvania	Pennsylvania Good Standing Certificates do not include the incorporation date. This can only be obtained by requesting a great seal attesting to the standing of the entity and including the incorporation date. The fee for this certificate is \$70 vs. the \$40 for a GS. We often get customers requesting GS without indicating that they need the incorporation date and then they have to submit another request for the great seal. Staff knows that Ohio specifically needs the date of inc so we try to advise the customer before we process the GS to avoid the unnecessary GS.	We also do not require a GS with the certificate of authority. We only require the home jurisdiction and address on the application. If it is later determined that the entity has misrepresented themselves on the application we are able to revoke their authority in PA. This has only happened once in my time with the bureau.
Rhode Island	Rhode Island does not require that the certificate of good standing or legal existence provide the date of organization in the home jurisdiction for a foreign entity registering to do business here. However, the foreign entity must provide that date on their registration.	Rhode Island certificates of good standing for MA domestic entities do provide the date of organization.
South Carolina		
South Dakota		
Tennessee		
Texas	The Comptroller of Public Accounts rather than the SOS produces the certificate of good standing regarding tax status. It does not include the date of formation. The certificate of existence that is produced by the SOS does include the date of formation.	Texas does not require that a foreign entity provide a certificate regarding its existence.
Utah	Utah does produce the certificate with the date of incorporation and the file number.	Utah requires the certificate for qualification to do business but the only important date is that it is dated within 90 days of filing.
Vermont		

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Virginia	The certificate of good standing that we produce for a Virginia corporation includes its date of incorporation. The certificate of fact of existence for a Virginia LLC also includes its date of organization.	We do not require a certificate of good standing from a foreign entity when it registers to transact business in Virginia.
Washington	Washington certificates DO include the original date of formation	Currently, Washington requires the date of incorporation to be declared in the application for certificate of authority, but not required to be on the foreign certificate. The foreign certificate of good standing does need to be less than 60 days old.
West Virginia		
Wisconsin	Yes	No
Wyoming		

Additional comments:

NOVA SCOTIA:

Hi Allison:

In Nova Scotia, we include the incorporation/continuance/amalgamation date on our Certificate of Good Standing. We do not require this information be provided via a formal Certificate where a foreign entity is looking to register here. They complete a registration form, and provide some evidence from their home Registry with regards to their correct name, but it needn't at this time be a status certificate or other certified document (it could be simply a copy of the profile freely available from their home jurisdiction).

Hayley

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Full text of email:

Good Morning -

When a foreign corporation applies for a license to do business in Ohio, the law requires the Certificate of Good Standing to set forth the following: The exact corporate title; the date of incorporation; and the fact that the corporation is in good standing or is a subsisting corporation.

I have two questions on this matter.

- (1) Does your jurisdiction produce a Certificate of Good Standing which includes the date of incorporation? (I realize this is sometimes an option the customer must select)
- (2) Does your jurisdiction require the date of incorporation to be set forth on a Certificate of Good Standing when a foreign corporation applies for a license in your office?

Thanks,
Allison

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