CSCL/CD 531 (Rev. 07/25)

MICHIGAN DEPARTMENT OF LICENSING AND REGULATORY AFFAIRS
CORPORATIONS, SECURITIES & COMMERCIAL LICENSING BUREAU

Date Received	AC1 **(FOR BUREAU USE ONLY)**
	This document is effective on the date filed, unless a subsequent effective date within 90 days after received date is stated in the document.

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CERTIFICATE OF DISSOLUTION

For use by Domestic Corporations

(Please read information and instructions on the last page)

Pursuant to the provisions of Act 284, Public Acts of 1972 (profit corporations), or Act 162, Public Acts of 1982 (nonprofit corporations), the undersigned execute the following Certificate:

1. The name of the corporation is: _____

2. The identification number assigned by the Bureau is: ☐

3. The dissolution was proposed and approved: (Check one of the following)

☐ by written consent of the shareholders or members or their proxies having not less than the minimum number of votes required by statute in accordance with section 407(1) of the Act. Written notice to those shareholders or members that did not consent to the action in writing has been given. (Note: Written consent by less than all of the shareholders or members is permitted only if such provisions appear in the Articles of Incorporation).

☐ by written consent of all shareholders or members entitled to vote in accordance with section 407(2) of 1972 PA 284 or 407(3) of 1982 PA 162.

☐ by agreement among the shareholders in accordance with section 488 of 1972 PA 284.

☐ by agreement among either: the members of a nonprofit corporation organized on a membership basis, the shareholders of a nonprofit corporation organized on a stock basis, or the directors of a nonprofit corporation organized on a directorship basis in accordance with Section 488 of 1982 PA 162

☐ by ballot under section 408 of 1982 PA 162.

☐ by ballot under section 409 of 1982 PA 162.

☐ by written consent of all directors pursuant to section 525 of the Act and the corporation is a nonprofit corporation organized on a nonstock directorship basis.

☐ at a meeting of the shareholders or members, held on the _____ day of _____, _____

at _____ (Location of Meeting).

☐ at a meeting of directors of a corporation organized on a nonprofit directorship held on the _____ day of _____, _____, at _____ (Location of Meeting).

Signed this _____ day of _____, _____

By _____
(Signature of an authorized officer or agent)

_____
(Type or Print Name)

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Preparer's Name _____

Business Telephone Number ( ) _____

INFORMATION AND INSTRUCTIONS

1. This form may be used to draft your Certificate of Dissolution. A document required or permitted to be filed under the Act cannot be filed unless it contains the minimum information required by the Act. The format provided contains minimal information required to make the document fileable and may not meet your needs. This is a legal document and agency staff cannot provide legal advice.

2. Submit one original of this document. Upon filing, the document will be added to the records of the Corporations, Securities & Commercial Licensing Bureau. The original will be returned to your registered office address unless you enter a different address in the box on the front of this document. Since this document will be maintained on electronic format, it is important that the filing be legible. Documents with poor black and white contrast, or otherwise illegible, will be rejected.

3. Item 2 - Enter the identification number previously assigned to the Bureau. If this number is unknown, leave it blank.

4. Within 60 days after submitting the Certificate of Dissolution, tax clearance should be requested from the Michigan Department of Treasury if the business was registered, filling returns, and paying taxes in the State of Michigan. Requests for tax clearance certificates may be requested from the Michigan Department of Treasury, Tax Clearance Division, Lansing MI 48922, (517) 636-5260.

5. All nonprofit corporations, unless organized for religious purposes, must obtain a consent to the dissolution or a written statement that the consent is not required from the Attorney General's Office and submit it with this document. Contact the Charitable Trust Section, Licensing and Regulation Division, Department of Attorney General, P.O. Box 30214, Lansing, MI 48909 or phone (517) 335-7571. Application for the consent should be made at least 120 days before the desired effective date of the dissolution. This Certificate cannot be filed unless it is accompanied by either: the written consent of the Attorney General, an order of a Circuit Court dissolving the corporation, or an affidavit attesting to the submission of a written request to the Attorney General for consent to the filing and the failure of the Attorney General to respond within 120 days.

6. This Certificate must be signed by an authorized officer or agent.

7. NONREFUNDABLE FEES: Make remittance payable to the State of Michigan. Include corporation name and indentification number on check or money order.....$10.00

Submit with check or money order by mail:

Michigan Department of Licensing and Regulatory Affairs
Corporations, Securities & Commercial Licensing Bureau
Corporations Division
P.O. Box 30054
Lansing, MI 48909

To submit in person:

2407 N Grand River Ave
Lansing, MI 48906
Telephone: (517) 241-6470

Fees may be paid by check, money order, VISA, MasterCard, American Express, or Discover when delivered in person to our office.

Submit online:

This document may be completed and submitted online at www.michigan.gov/corpfileonline.

Documents that are endorsed filed are available at www.michigan.gov/corpentitysearch.

LARA is an equal opportunity employer/program.
Auxiliary aids, services and other reasonable accommodations are available upon request to individualswith disabilities.

Optional Expedited Service

Expedited review and filing, if fileable, is available for all documents for profit corporations, limited liability companies, limited partnerships and nonprofit corporations.

The non-refundable expedited service fee is in addition to the regular fees applicable to the specific document.

Please complete a separate CSCL/CD-272 form for expedited service for each document submitted in person or by mail.

24-hour service - $50 for formation documents and applications for certificate of authority.

24-hour service - $100 for any document concerning an existing entity.

Same Day Service

- **Same day - $100 for formation documents and applications for certificate of authority.**

- **Same day - $200 for any document concerning an existing entity.**
  Review completed on day of receipt. Document and request for same day expedited service must be received by 1 p.m. EST OR EDT.

- **Two hour - $500**
  Review completed within two hours on day of receipt. Document and request for two hour expedited service must be received by 3 p.m. EST OR EDT.

- **One hour - $1000**
  Review completed within one hour on day of receipt. Document and request for 1 hour expedited service must be received by 4 p.m. EST OR EDT.

Documents submitted by mail are delivered to a remote location for receipts processing and are then forwarded to the Corporations Division for review. Day of receipt for mailed expedited service requests is the day the Corporations Division receives the request.