

**INSTRUCTIONS TO FORM SCC744 – ARTICLES OF REVOCATION OF DISSOLUTION
(Virginia Stock Corporations)**

Filing Requirements									
Pay all fees and penalties before submitting this application to the Commission. If the Commission files the articles of revocation of dissolution on or before the annual registration fee due date, payment of the registration fee for the current year is not required.									
Required Fees	Filing Fee: \$10.00								
File Online Today	Paper Filing								
Visit https://cis.scc.virginia.gov to file articles of revocation of dissolution for a Virginia Corporation in real time. Questions? Visit the CIS help page at https://scc.virginia.gov/pages/CIS-Help for how-to guides, answers to frequently asked questions, and helpful videos.	Download from https://scc.virginia.gov/pages/Virginia-Stock-Corporations complete, print, and mail or deliver to below address: <table style="width: 100%; border: none;"> <tr> <td style="width: 60%;">State Corporation Commission</td> <td>Courier Delivery Address</td> </tr> <tr> <td>Clerk's Office</td> <td>1300 E. Main St, 1st floor</td> </tr> <tr> <td>P.O. Box 1197</td> <td>Richmond, VA 23219</td> </tr> <tr> <td>Richmond, VA 23218-1197</td> <td></td> </tr> </table>	State Corporation Commission	Courier Delivery Address	Clerk's Office	1300 E. Main St, 1 st floor	P.O. Box 1197	Richmond, VA 23219	Richmond, VA 23218-1197	
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P.O. Box 1197	Richmond, VA 23219								
Richmond, VA 23218-1197									
Pay online with a credit card or eCheck. No additional processing fees apply for filing online.	Include a check payable to State Corporation Commission. DO NOT SEND CASH.								

The articles must be executed in the name of the corporation by the chairman or any vice-chairman of the board of directors, the president, or any other of its officers authorized to act on behalf of the corporation.

It is a Class 1 misdemeanor for any person to sign a document he or she knows is false in any material respect with intent that the document be delivered to the Commission for filing. See § 13.1-612 of the Code of Virginia.

These articles may not be filed with the Commission until all fees and penalties to be collected by the Commission under the Virginia Stock Corporation Act have been paid by or on behalf of the corporation; provided, however, that an assessed annual registration fee does not have to be paid prior to filing if these articles are **filed** with an effective date that is on or before the due date of the annual registration fee payment. See § 13.1-615 of the Code of Virginia.

NOTE

If shareholder approval is necessary, the vote required by law is MORE THAN 2/3 of all votes entitled to be cast unless the board of directors requires a greater vote or unless the articles of incorporation provide for a greater or lesser vote, but not less than a majority of all votes cast at a meeting at which a quorum exists. See § 13.1-742 of the Code of Virginia.

Important Information

Complete this application using the following guidelines:

- complete in the English language
- type or print legibly in black
- use solid white paper with no visible watermarks or background logos

Do not include Personally Identifiable Information, such as a Social Security number, in a business entity document submitted to the Office of the Clerk for filing with the Commission. Information in these documents is available to the public. For more information, see Notice Regarding Personally Identifiable Information at www.scc.virginia.gov/clk.



ARTICLES OF REVOCATION OF DISSOLUTION (Virginia Stock Corporations)

The undersigned, on behalf of the corporation set forth below, pursuant to Title 13.1, Chapter 9, Article 16 of the Code of Virginia, states as follows:

- The name of the corporation is _____
- The effective date of the dissolution being revoked was _____
(date)
- The revocation of dissolution was authorized on _____
(date)
- (Complete either A, B or C, below, whichever is applicable.)**
 - The revocation of dissolution was adopted by unanimous consent of the shareholders. **OR**
 Mark this box, if applicable.
 - The revocation of dissolution was submitted to the shareholders by the board of directors in accordance with the provisions of Chapter 9 of Title 13.1 of the Code of Virginia, and:
 Mark this box, if applicable and complete (1) and (2).
 - The designation, number of outstanding shares, and number of votes entitled to be cast by each voting group entitled to vote separately on the revocation of dissolution were:

Designation	Number of outstanding shares	Number of votes
_____	_____	_____
_____	_____	_____
 - The total number of:
 - Votes cast for and against the revocation of dissolution by each voting group entitled to vote separately on the revocation of dissolution was:

Voting group	Total votes FOR	Total votes AGAINST
_____	_____	_____
_____	_____	_____

OR

 - Undisputed votes cast for the revocation of dissolution separately by each voting group was:

Voting group	Total number of undisputed votes FOR
_____	_____
_____	_____
 - And the number cast for the revocation of dissolution by each voting group was sufficient for approval by that voting group.
 - The revocation of dissolution was approved by the board of directors in accordance with the authorization granted by the shareholders incident to their prior authorization of the dissolution.
 Mark this box, if applicable.

Executed in the name of the corporation by:

_____	_____
(signature)	(date)
_____	_____
(printed name)	(corporate title)
_____	_____
(corporation's SCC ID No.)	(telephone number (optional))

(The execution must be by the chairman or any vice-chairman of the board of directors, the president, or any other of its officers authorized to act on behalf of the corporation.)

Provide a name and mailing address for sending correspondence regarding the filing of this document (if left blank, correspondence will be sent to the registered agent at the registered office):

(name)

(mailing address)