

PFEIFFER LAW

We recommend that a California corporation maintain the following documents and records:

Organizational Documents

- Articles of Incorporation
- Amendment(s) of Articles of Incorporation, if any
- Action by Sole Incorporator
- Bylaws
- Amendment(s) of Bylaws, if any
- Stock certificates
- Notice of Transaction or other securities form for every issuance of stock
- Stock ledger completed to last issuance or transfer of stock

Company Records

- Statement by Domestic Stock Corporation for every year
- Bank resolution card authorizing signatures
- All powers of attorney
- Business licenses and permits
- Fictitious name statements (DBAs), if any
- Shareholder agreement
- Corporate seal
- Correspondence with the Secretary of State

### Financial Records

- List of assets transferred into the company
- Promissory notes for any loans to the corporation
- Bank resolution card authorizing signatures
- Federal income tax returns and reports for the last six years
- State income tax returns and reports for the last six years
- Local income tax returns and reports for the last six years
- Financial statements of the company for the last six years

Shareholders

- Current list of the full name and last known address of all shareholders

Annual meeting of shareholders

- Notice of date, time and place of annual meeting (10 days before the meeting)
- Minutes for each annual meeting
- Copies of documents and reports presented at meetings

Special meetings of the shareholders

- Notice of date, time and place of special meetings (10 days before the meeting)
- Minutes for each special meeting
- Copies of documents and reports presented at meetings

Actions required to be taken by the shareholders (if any)

- Actions permitted by a majority vote:

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- Actions permitted only by a super-majority vote

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Board of Directors

- Current list of the full name and last known address of all directors

Board meetings

- Notices of the meeting
- Minutes
- Copies of documents and reports presented at meetings

Actions permitted to be taken by the board

- Actions permitted by a majority vote:

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- Actions permitted only by a super-majority vote

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Corporate officers

- Named after a valid meeting and vote?