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**FA**

**KANSAS SECRETARY OF STATE  
Application for Registration of  
Foreign Covered Entity**

**GENERAL FILING  
INSTRUCTIONS**

All information on the application for registration **must be complete** and accompanied by **the correct filing fee** or the document will **not** be accepted for filing.

<input type="checkbox"/> <b>Filing fee</b>	The filing fee for this document is either <b>\$115</b> , <b>\$165</b> , or <b>\$250</b> depending on the entity type chosen.
<input type="checkbox"/> <b>Payment</b>	<p>Please submit payment by check, money order, or credit card. Checks and money orders need to be made payable to the Secretary of State. Forms received without the appropriate fee will not be accepted for filing. <b>Please do not send cash.</b></p> <p><b>NOTICE: There is a \$25 service fee for all checks returned by your financial institution.</b></p> <p>Visa, MasterCard, Discover, and American Express are accepted. To use a credit card, please provide the following information:</p> <p><b>Credit card number</b> _____</p> <p><b>Billing zip code</b> _____ <b>Expiration date</b> _____</p>
<input type="checkbox"/> <b>Daytime phone</b>	_____
<input type="checkbox"/> <b>Fax filing available</b>	<p>Documents may be fax filed for a processing fee of <b>\$20 in addition</b> to the normal filing fee. Include contact name, daytime phone number, credit card number, credit card expiration date and billing zip code.</p> <p>Fax documents and payment information to <b>Business Services, 785-296-4570</b>. Faxed documents will receive that day's file date if they are without errors and received prior to 4 PM CST.</p> <p>Processed documents will be returned by mail. You may request a file-stamped copy be faxed for an additional \$1 per page. Fax filing does not guarantee same day activation or return faxing.</p>
<input type="checkbox"/> <b>No duplicate copies</b>	Please do not send duplicate copies of your document. The original is processed, and returned to you by mail.
<input type="checkbox"/> <b>No email</b>	We cannot accept any filings by email, except for the MA mailing address change form.
<input type="checkbox"/> <b>No filing by phone</b>	No documents or reports can be filed with our office by phone.
<input type="checkbox"/> <b>Public information</b>	All documents filed with our office are available to the public and may be viewed online at <a href="http://www.sos.ks.gov">www.sos.ks.gov</a> without cost. Please consider this when providing information on our forms. Instructions and payment information are not public information and are shredded after use.

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# FA FORM INSTRUCTIONS

**Note: Any foreign covered entity (for profit corporation, not for profit corporation, limited liability company, series limited liability company, limited partnership, or limited liability partnership) may use this form to apply for authority or qualification in Kansas.**

## Question on Form

**1. Foreign covered entity name**

The foreign covered entity name on all documents must be **exactly** the same as it appears on the certificate, including punctuation. If the entity applying for authority has the same name as an entity already on file, you may do **one** of the following:

- Include a letter of consent from the existing entity to use the name.
- Include a letter stating that the foreign covered entity will list its home state as a means of identification and in its advertising in the state of Kansas.

The name requirements for foreign covered entities are governed by K.S.A. 17-7933. You may view statutes at [www.ksrevisor.org](http://www.ksrevisor.org).

**3. Date of formation in home state**

Your home state may include this date on the certificate of good standing/existence. Please use the date provided by the home state.

**4. Original certificate of good standing/existence**

The certificate must be an original. We will accept online certificates with a verification code if the home state offers those. We will not accept screen shots of an entity's status.

\* [Click here to see each state/jurisdiction's certificate and issuing agency.](#)

**5. Annual reports and fees**

If the entity began doing business in Kansas more than six months prior to its fiscal year end (question 7), it may owe annual reports and fees with the application. If more than two annual reports are due, or if more than 7 months and 15 days have passed from the most recent fiscal year end due and the date of the application, a penalty fee\* of \$85 applies to the application fee. All application fees, penalty fees and annual report fees may be paid with one check.

Example: An entity with a fiscal year end of December that was doing business in Kansas prior to July 1 of the previous year would include one annual report and its filing fee with the application.

To determine reports and fees due, see FA-I Annual Report Fee Schedule attachment for not for profit corporations and for profit entities.

\* Penalty fees do not apply to not for profit corporation applications with annual reports due.

**6. Resident agent**

The resident agent is a person or an entity registered with the Secretary of State that is authorized to accept service of process (lawsuits) on behalf of the business entity. This does not mean the agent himself/herself is being sued, but that he/she has the authority and responsibility to accept service of process on behalf of the business.

**10a. LLC**

This statement applies only if the application question 1 is for a series limited liability company.

**10b. LLP**

This statement applies only if the application question 1 is for a limited liability partnership.

**11. Signature(s)**

The signer(s) of the application may be whatever governor (officer, director, authorized person, or partner) with authority according to the organic documents of the entity in its home state. K.S.A. 17-7931, 17-7902. There is no need to list titles with signatures.

**Effective date:** Any document that is required by this act to be filed with the Secretary of State shall be effective upon its filing date. Any document may provide that it is not to become effective until a specified date subsequent to its filing date, but such date shall not be later than 90 days after its filing date.

If you wish to include a future effective date for your foreign covered entity's application that is not more than 90 days after filing with the Secretary of State, please add the following information at the bottom of the FA form under Item 11:

**"Effective Date: \_\_/\_\_/\_\_."**

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# ANNUAL REPORT FEE SCHEDULE

## For profit entities:

To determine fees and/or taxes owed, please refer to the chart below for the tax years for which your are filing past due annual reports.

### Annual reports with tax year ending DECEMBER 2004 TO PRESENT:

**Franchise tax calculation:** N/A  
**Minimum amount:** \$55 flat filing fee  
**Maximum amount:** \$55 flat filing fee

### Annual reports with tax year ending 2001 TO NOVEMBER 2004:

**Franchise tax calculation:** \$2 for every \$1,000 of net worth  
**Minimum amount:** \$55  
**Maximum amount:** \$5015

### Annual reports with tax year ending PRIOR AND UP TO 2000:

**Franchise tax calculation:** \$1 for every \$1,000 of net worth  
**Minimum amount:** \$35  
**Maximum amount:** \$2515

## Not for profit corporations:

To determine fees and/or taxes owed, please refer to the chart below for the tax years for which your are filing past due annual reports.

### Annual reports with tax year ending 2001 TO PRESENT:

**Fee amount:** \$40 flat filing fee

### Annual reports with tax year ending 1993 TO 2000:

**Fee amount:** \$20 flat filing fee

### Annual reports with tax year ending 1972 TO 1992:

**Fee amount:** \$5 flat filing fee

Annual reports were not filed for not for profit corporations PRIOR TO 1972.

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**KANSAS SECRETARY OF STATE  
Application for Registration of  
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Memorial Hall, 1st Floor (785) 296-4564  
120 S.W. 10th Avenue kssos@ks.gov  
Topeka, KS 66612-1594 www.sos.ks.gov

THIS SPACE FOR OFFICE USE ONLY.

Return file-stamped document to (name and address):

All information on the application for registration must be complete and accompanied by the correct filing fee or the document will not be accepted for filing. A certificate of existence or good standing from the home state must accompany the application.

Choose type of covered entity:

Corporation for profit  
(fee \$115) 51-03

Series limited liability company  
(fee \$250) 51-33  
(Statement 10a applies)

Corporation not for profit  
(fee \$115) 51-17

Limited partnership  
(fee \$165) 51-06

Limited liability company  
(fee \$165) 51-10

Limited liability partnership  
(fee \$165) 51-18  
(Statement 10b applies)

1. Name of covered entity:

(17-7931(a))

Must *exactly* match name on certificate.

2. State or foreign country of origin:

(17-7931(b))

3. Date of formation in home state:

(17-7931(c))

Month	Day	Year

4. Include a statement (certificate of good standing/existence\*) issued within 90 days of the application by the proper officer of the jurisdiction where such foreign entity is organized (usually the Secretary of State or comparable agency) that the entity exists in good standing under the laws of the jurisdiction of its organization. (17-7931(d))

\* [Click here to see each state/jurisdiction's certificate and issuing agency.](#)

**5. Date the covered entity began doing business in Kansas if different than the filing date:**

(17-7931(h))

Month	Day	Year
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See FA-I #5 for additional filings and fees that may be due.

**6. Name of resident agent and address of registered office in Kansas:**

(17-7931(f))

Must be a Kansas street address. A P.O. Box is unacceptable.

Name		
Street Address		
City	State <b>KS</b>	Zip

**7. Fiscal year end:**

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**8. Full nature and character of business to be conducted in Kansas:**

(17-7931(e))

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**9. The foreign covered entity hereby consents, without power of revocation, that actions may be commenced against it in the proper court of any county in the state of Kansas; and the foreign covered entity stipulates and agrees that such service shall be taken and held in all courts to be valid and binding as if due service had been made upon the authorized persons of the foreign covered entity.** (17-7931(g))

**10a. This statement applies to foreign series limited liability companies only, and applies only if the series limited liability company is chosen as type of covered entity.**

The operating agreement for this LLC provides for the establishment of one or more series. When the company has filed a certificate of designation for each series, which is to have limited liability, the debts, liabilities, and obligations incurred, contracted for, or otherwise existing with respect to a particular series of the limited liability company are enforceable against the assets of such series only, and not against the assets of the limited liability company generally or any other series thereof, and none of the debts, liabilities, obligations, and expenses incurred, contracted for, or otherwise existing with respect to the limited liability company generally or any other series thereof shall be enforceable against the assets of such a series. (17-76,143(o))

**10b. This statement applies to foreign limited liability partnerships only, and applies only if the foreign limited liability partnership is chosen as type of covered entity.**

The above-named partnership elects to be a foreign limited liability partnership. (56a-1001(c)(3))

**11. I declare under penalty of perjury pursuant to the laws of the state of Kansas that the foregoing is true and correct.** (17-1709)

Signature of Authorized Person (17-7931)

Name of Signer (Printed or Typed)

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