ARKANSAS FORM BOOK – BUSINESS ORGANIZATIONS EDITION 2023

TABLE OF CONTENTS

Preface Introduction Table of Contents

CHAPTER 1 ACKNOWLEDGMENTS AND AFFIDAVITS

Note on Acknowledgments 01-01 Acknowledgment: Individuals 01-02 Acknowledgment: Entities and Trusts 01-03 Acknowledgment: Attorney in Fact 01-04 Affidavit: General 01-05 Affidavit: Verification of Pleadings 01-06 Affidavit: Custodian (Hospital Records Act) 01-07 Affidavit: Custodian of the Records

CHAPTER 6 CORPORATIONS, PARTNERSHIPS AND BUSINESS ORGANIZATIONS

06-01 Master Information List for Incorporation 06-02 Master Information List for Operations of Corporation 06-03 Incorporation Checklist 06-04 Application for Reservation of Corporate Name 06-05 Notice of Transfer of Reserved Corporate Name 06-06 Application for Registration of Fictitious Name 06-07 Application for Registration of Corporate Name of Foreign Corporation 06-08 Basic Articles of Incorporation Containing Optional Provisions 06-09 Optional Provision: Waiver of Damages Against Director 06-10 Optional Provision: Delaying Effective Date of Incorporation 06-11 Optional Provision: Granting of Cumulative Voting Rights 06-12 Optional Provision: Granting of Preemptive Rights 06-13 Optional Provision: Quorum at Shareholder Meetings 06-14 Optional Provision: Prohibition Against Reissuing Treasury Shares 06-15 Optional Provision: Allowance of Issuing Shares Without Certificates 06-16 Optional Provision: Removal of Directors by Shareholders Only for Cause 06-17 Optional Provision: Compensation of Directors 06-18 Optional Provision: Board Action - Physical Presence Required 06-19 Optional Provision: Vacancy on Board of Directors 06-20 Optional Provision: Director, Officer and Employee Indemnity 06-21 Pre-Incorporation Agreement

06-22 Assignment

06-23 Minutes of Organizational Meeting of Incorporators

06-24 Minutes of the Organizational Meeting of the Board of Directors

06-25 Certificate of Corporation Resolution Regarding Bank Depository

06-26 Resolution of Directors Authorizing Contracts

06-27 Resolution of Directors Authorizing Borrowing

06-28 Bylaws (Short Form)

06-29 Bylaws (Long Form)

06-30 Stock Certificate Restrictions

06-31 Stock Transfer Ledger

06-32 Resolution of Directors Regarding "S" Corporation Status

06-33 Stock Purchase Agreement

06-34 Resolution of Directors Adopting Stock Purchase Agreement

06-35 Directors' Resolution Authorizing Corporate Debt

06-36 Memorandum Regarding Corporation Operations (Sample Form)

06-37 Client Letter and Data Sheet

06-38 Notice of Annual Meeting of Shareholders

06-39 Notice of Special Meeting of Shareholders

06-40 Proxy

06-41 Secretary's Affidavit of Service of Notice of Meeting of Shareholders

06-42 Waiver of Notice and Consent for Annual Meeting of Shareholders

06-43 Certified Notice List

06-44 Certificate Regarding Attendance of Shareholders

06-45 Minutes of [Annual] [Special] Meeting of Shareholders

06-46 Consent to Action of Shareholders

06-47 Notice of Meeting of Board of Directors

06-48 Waiver of Notice and Consent to Meeting of Board of Directors06-49 Minutes of [Annual]

[Special] Meeting of Board of Directors

06-50 Minutes of Joint [Annual] [Special] Meeting of Shareholders and Board of Directors

06-51 Secretary's Certificate

06-52 Memorandum of Action by the Board of Directors

06-53 Memorandum of Action by Board of Directors and Consent to Action of Shareholders

06-54 Notice of Change of Registered Office or Registered Agent, or Both

06-55 Articles of Amendment

06-56 Optional Amendment: Electing to be Governed Under 1987 Act

06-57 Articles of Correction

06-58 Minutes of Special Meeting of Board of Directors to Adopt Plan of Liquidation

06-59 Minutes of Special Meeting of Shareholders to Adopt Plan of Liquidation

06-60 Plan of Complete Liquidation and Dissolution

06-61 Notice to Creditors

06-62 Articles of Dissolution

06-63 Shareholder Subscription Letter

06-64 Medical Expense Reimbursement Plan

06-65 Collateral Assignment of Corporate Stock Separate From Certificate and Irrevocable Stock Power 06-66 Assignment of Corporate Stock Separate From Certificate and Irrevocable Stock Power

06-67 Joint Venture Agreement

06-68 Partnership Agreement

- 06-69 Certificate as to Doing Business Under Assumed Name
- 06-70 Partnership Purchase Agreement

06-71 Partnership Buy and Sell Agreement (Two Partners-No Trustee-Cross Purchase)

06-72 Partnership Entity Agreement (Five Partners–No Trustee)

06-73 Certificate of Organization (Limited Liability Company)

- 06-74 Operating Agreement (Limited Liability Company) (Member-Managed)
- 06-75 Statement of Dissolution (Limited Liability Company)
- 06-76 Statement of Merger (Limited Liability Company)
- 06-77 Plan of Merger (Limited Liability Company)
- 06-78 Statement of Conversion (Limited Liability Company)
- 06-79 Plan of Conversion (Limited Liability Company)

CHAPTER 20 MISCELLANEOUS

- Note: Formatting Instructions
- 20-01 Durable Power of Attorney
- 20-02 General Power of Attorney
- 20-03A Statutory Form POA
- 20-03B Statutory POA Certification
- 20-04 Living Will Declaration
- 20-05 Optional Organ and Tissue Donation
- 20-06 Petition for Change of Name
- 20-07 Order for Name Chang
- 20-08 Petition for Removal of Disabilities
- 20-09 Order for Removal of Disabilities
- 20-10 Notice of Representation
- 20-11 School Records Authorization

Assignments

- 20-12 Assignment on Written Instrument
- 20-13 Assignment of Open Account
- 20-14 Assignment by Separate Instrument
- 20-15 Assignment of Mortgage and Note
- 20-16 Assignment of Judgment
- 20-17 Assignment of Lease

HIPAA - Health Insurance Portability and Accountability Act

- 20-18 HIPAA-Compliant Medical Records Release
- 20-19 Checklist for Valid Authorization
- 20-20 Business Associate Agreement
- 20-21 Request for Information Individual

- 20-22 Request for Information Covered Entity
 20-23 Joint Qualified Protective Order
 20-24 Confidentiality Agreement for Subcontractor of Business Associate