Office of the Minnesota Secretary of State

Foreign Corporation or Cooperative | Reinstatement to Transact Business in Minnesota

Minnesota Statutes, Chapter 303

Read the instructions before completing this form.

Filing Fee: $320 for expedited service in-person and online filings, $300 if submitted by mail

1. The Legal Name of this Corporation: (Required)

2. The alternate name under which the company will do business in Minnesota, if different than the legal name listed above:

If an alternate name is used, the company certifies that its board of directors has adopted and approved the alternate name for use in Minnesota.

3. Home Jurisdiction: (Required)

4. The name and address of the registered agent and registered office in the State of Minnesota: (Required)

Full Name of Registered Agent

Street Address *(A PO Box by itself is not acceptable)*	City	State	Zip
		MN	

5. **Reinstatement of the registration of the corporation constitutes irrevocable consent to service of process as provided by Minnesota Statutes Sections 303.13 and 5.25.**

6. In order to reinstate your Certificate of Authority to Transact Business in Minnesota a foreign corporation must complete and return this reinstatement application, past due annual registrations, the annual registration for the year of reinstatement and all applicable fees. If revocation occurred more than 4 years from the date of reinstatement you are only required to submit annual registrations for the most recent 4 year period. If the corporation was not transacting business in the State of Minnesota for any of the reporting periods missed, the AFFIDAVIT below must be signed certifying that the entity was not transacting business in the state during those reporting periods (there is no fee due for the year(s) you are submitting an affidavit for); however, an annual registration and fee for the year of reinstatement and the year of revocation is due (an affidavit cannot be filed for these years).

AFFIDAVIT:

On behalf of the corporation which is applying for reinstatement of its authority to do business in Minnesota, I certify that the corporation has not operated in Minnesota during the years listed:

7. I, the undersigned, certify that I am signing this document as the person whose signature is required, or as agent of the person(s) whose signature would be required who has authorized me to sign this document on his/her behalf, or in both capacities. I further certify that I have completed all required fields, and that the information in this document is true and correct and in compliance with the applicable chapter of Minnesota Statutes. I understand that by signing this document I am subject to the penalties of perjury as set forth in Section 609.48 as if I had signed this document under oath.

Signature of President, Vice-President, Sec'y, Asst. Sec'y or Authorized Agent	Date

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Email Address for Official Notices

Enter an email address to which the Secretary of State can forward official notices required by law and other notices:

☐ Check here to have your email address excluded from requests for bulk data, to the extent allowed by Minnesota law.

List a name and daytime phone number of a person who can be contacted about this form:

Contact Name Phone Number

Entities that own, lease, or have any financial interest in agricultural land or land capable of being farmed must register with the MN Dept. of Agriculture's Corporate Farm Program.

Print Reset

INSTRUCTIONS

This form is intended merely as a guide for filing and is not intended to cover all situations. Retain the original signed copy of this document for your records and submit a legible photocopy for filing with the Office of the Secretary of State.

1. List the legal name of the company in the state or country of formation. If the business name has changed, include an amendment changing the business name along with the reinstatement application. Standard forms are available and a preliminary name availability check may be done by accessing our website at www.sos.state.mn.us.
Note: There is no additional fee for changing the business name.
2. List the alternate name that will be used in Minnesota, if any. Business corporations must include an entity designation in their alternate name; Cooperatives are not required to have an entity designation in their name. If you use an alternate name, the company is certifying that the board of directors has approved the alternate name to be used in Minnesota.
3. List the state or jurisdiction in which this organization is organized.
4. List the name of the registered agent and the registered office in Minnesota. The corporation is required to have an agent. The agent may be an individual or a corporation validly registered in Minnesota. The agent must be located at the registered office address and the complete street or rural route address in Minnesota must be listed. Service of process from this office will be sent to the registered agent.
5. In order to reinstate your Certificate of Authority to Transact Business in Minnesota a foreign corporation must complete and return this reinstatement application, past due annual registrations, the annual registration for the year of reinstatement and all applicable fees. If revocation occurred more than 4 years from the date of reinstatement you are only required to submit annual registrations for the most recent 4 year period. If the corporation was not transacting business in the State of Minnesota for any of the reporting periods missed, the AFFIDAVIT provided must be signed certifying that the entity was not transacting business in the state during those reporting periods (there is no fee due for the year(s) you are submitting an affidavit for); however, an annual registration and fee for the year of reinstatement and the year of revocation is due (an affidavit cannot be filed for these years).
6. The application for reinstatement must be signed by the President, Vice-President, Secretary, Assistant Secretary, or an Authorized Agent (The signing party must indicate on the document that they are acting as the agent of the person(s) whose signature would be required and that they have been authorized to sign on behalf of that person(s).)
Email Address for Official Notices. This email address may be used to send annual renewal reminders and other important notices that may require action or response. Check the box if you wish to have your email address excluded from requests for bulk data, to the extent allowed by Minnesota law.
List a name and daytime telephone number of a person who can be contacted about this form.

Filing Fee: $320 for expedited service in-person and online filings, $300 if submitted by mail
Payable to the MN Secretary of State
(Note: This does NOT include the annual registration fees for all applicable years.)

Please submit all items together and mail to the address below:

FILE IN-PERSON OR MAIL TO:
Minnesota Secretary of State - Business Services
Retirement Systems of Minnesota Building
60 Empire Drive, Suite 100
St Paul, MN 55103
(Staffed 8 a.m. – 4 p.m., Monday - Friday, excluding holidays)
Phone Lines: (9 a.m. - 4 p.m., M-F) Metro Area 651-296-2803; Greater MN 1-877-551-6767

All of the information on this form is public. Minnesota law requires certain information to be provided for this type of filing. If that information is not included, your document may be returned unfiled. This document can be made available in alternative formats, such as large print, Braille or audio tape, by calling (651)296-2803/voice. For a TTY/TTD (deaf and hard of hearing) communication, contact the Minnesota Relay Service at 1-800-627-3529 and ask them to place a call to (651)296-2803. The Secretary of State's Office does not discriminate on the basis of race, creed, color, sex, sexual orientation, national origin, age, marital status, disability, religion, reliance on public assistance or political opinions or affiliations in employment or the provision of service.