

Instructions for completing form CD 412 Articles Of Dissolution

- Article One Name of the corporation Provide the name of the corporation
- Article Two Date notice of intent filed Provide the date on which the notice of intent was filed with the Secretary Of State. If the notice of intent and articles of dissolution are filed simultaneously provide date documents are *actually* submitted to Secretary Of State.
- Article Three Filer must provide a statement that the *Notice Of Intent* has not been revoked.
- Article Four All debts, obligations and liabilities of the corporation must be paid and/or discharged or adequate provision made for their disposition. Filer must choose one of the preferred statements.
- Article Five Filer must provide a statement addressing the disposition of corporation's assets. Adequate disposition of corporation's assets must be made according to shareholders rights and interests. Filer must choose one of the preferred statements.
- Article Six There must be no actions pending against the corporation prior to its dissolution, or adequate disposition must be made to satisfy any judgment, order or decree that may be pending against the corporation. Filer must choose one of the preferred statements.
- Signature The articles of dissolution must be signed by either the chairman of the board of directors, an officer, a receiver or trustee if one has been appointed by a court, or the attorney for the corporation. The signer **must** state the capacity in which he or she is signing.

The effective date of the dissolution is the date the articles are received by the Secretary Of State. The completed form should be mailed to **Corporations Division, 315 West Tower, #2 Martin Luther King Jr. Drive SE, Atlanta, GA 30334**. Please note: There is no fee requirement for filing articles of dissolution.