

West Virginia Secretary of State
State Capitol Building
Charleston, WV 25305



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FILE ONE ORIGINAL
(Two if you want a filed
stamped copy returned to you)
FEE: \$25.00

**ARTICLES OF DISSOLUTION
OF A VOLUNTARY DISSOLUTION
OF A WEST VIRGINIA CORPORATION**

Office Hours: Monday - Friday
8:30 a.m. - 5:00 p.m. EST

***** The officers or board of directors adopts and file the following Articles of Dissolution for the purpose ***
of dissolving the West Virginia Corporation, according to the provisions of the West Virginia Code
[§31D-14-1403](#) (for profit corporation), [§31E-13-1303](#) (for non-profit corporation).**

1. The name of the corporation is: _____
2. The date the dissolution was authorized: _____
3. The **mailing address** to which the Secretary of State may mail a copy of any process against the corporation:

No. & Street

City/State/Zip

4. **Profit Corporations (only)** If the dissolution was approved by the shareholders, check the following statement.

The proposal to dissolve was duly approved by the shareholders in the manner required by the West Virginia Code [§31D-14](#).

5. **Non-Profit Corporations (only)** If the dissolution was approved by the members, check the following statement.

The proposal to dissolve was duly approved by the members in the manner required by the West Virginia Code [§31E-13](#).

6. **Name and phone number of contact person.** (*This information is optional, however, if there is a problem with the filing, listing a contact person may avoid having to return or reject the document.*)

Contact Name

Phone Number

7. **Signature Information** (See below ***Important Legal Notice Regarding Signature***):

Print Name of Signer: _____ Title/Capacity: _____

Signature : _____ Date: _____

***Important Legal Notice Regarding Signature:** Per West Virginia Code [§31D-1-129](#). **Penalty for signing false document.** Any person who signs a document he or she knows is false in any material respect and knows that the document is to be delivered to the secretary of state for filing is guilty of a misdemeanor and, upon conviction thereof, shall be fined not more than one thousand dollars or confined in the county or regional jail not more than one year, or both.

Important Note: This form is a public document. Please **DO NOT** provide any personal identifiable information on this form such as social security number, bank account numbers, credit card numbers, tax identification or driver's license numbers.

**INSTRUCTIONS FOR FILING ARTICLES OF DISSOLUTION
OF A WEST VIRGINIA CORPORATION**

**(according to the provisions of West Virginia Code [§31D-14-1403](#) (for profit corporation),
[§31E-13-1303](#) (for non-profit corporation)).**

Dissolution of a domestic corporation in West Virginia requires several steps and may take some time. The process will go more quickly if the company officers and/or board of directors take care of all liabilities first, including filing any tax or employment reports and paying any outstanding taxes, assessments or penalties to the State of West Virginia.

Winding Up Business (Effect of Dissolution)

A dissolved corporation continues its corporate existence but may not carry on any activities except those appropriate to wind up and liquidate its activities and affairs (see West Virginia Codes below).

- **Profit corporation:** [§31D-14-1405](#)
- **Non-profit corporation:** [§31E-13-1305](#)

Filing Articles of Dissolution

File with the Secretary of State one original signed application, two if you want a filed date stamped copy returned to you.

The application needs to be signed by an officer of the corporation or by the chairman of the board of directors of the corporation.

Filing fee is \$25. Please make checks payable to the *West Virginia Secretary of State*.

The Secretary of State will request, in writing, clearances from the following state agencies:

- **West Virginia State Tax Department,**
- **Employer Coverage Unit (Workers Compensation) and**
- **Department of Employment Security.**

After the clearances are received in writing by our office, which may take as long as two (2) years, a **Certificate of Dissolution** will be prepared and mailed to the address indicated in the Articles of Dissolution.

IF YOU NEED ADDITIONAL INFORMATION CONCERNING FILING FOR A VOLUNTARY DISSOLUTION FOR YOUR COMPANY, PLEASE CONTACT OUR OFFICE AT 304-558-8000.