

**Orrick's Technology Companies Group**

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**Rev 6/18**

INCORPORATION QUESTIONNAIRE

(Delaware Corporation)

1. **Contact Information:**

Address:

(street address necessary)

Contact Person:

Email address:

Telephone number:

1. **Name:**
   1. Proposed name of corporation
   2. Has name been reserved?

If yes, when will reservation expire?

* 1. Name must also be available for use in the following states:

1. **Trademark:**
   1. Should Orrick request a trademark search regarding the name?

If yes, how should the search be performed?

\_\_\_\_\_ On-line search (≈$100.00 for legal fees and database access costs)

\_\_\_\_\_ Thomson & Thomson search (≈$390.00 per mark)

* 1. Mark(s) or name(s) to search:
  2. If mark or name is clear, should Orrick carry out trademark prosecution?

1. **Description of the Business:**
   1. Brief description of proposed business activities:

1. **In which other states will the corporation do business or own property?**

1. **Name and street address of initial agent for service of process:**
   1. In Delaware:

Corporation Service Company, 2711 Centerville Road, Suite 400, Wilmington, Delaware 19808

Other:

* 1. In California, or other state in which Company will do business (preferably an individual):

Corporation Service Company, which will do business in California as CSC-Lawyers Incorporating Service

Other:

1. **Directors:**
   1. Number: fixed at \_\_\_\_\_\_\_\_\_\_

OR

flexible number of directors:

* + 1. minimum of \_\_\_\_\_\_\_\_\_\_
    2. maximum of \_\_\_\_\_\_\_\_\_\_
    3. initially fixed at \_\_\_\_\_\_\_\_
  1. Initial directors (the first director listed will be designated the Chairman of the Board):

|  |  |  |
| --- | --- | --- |
| **Name** | **Street Address** (business or residence) | **Email Address** |
|  |  |  |
|  |  |  |
|  |  |  |
|  |  |  |
|  |  |  |

1. **Officers:[[1]](#footnote-1)**

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| **Designated Officers** | **Name** | **Title** | **Street Address** (business or residence) | **Email Address** |
| CEO |  |  |  |  |
| President |  |  |  |  |
| Treasurer |  |  |  |  |
| Secretary |  |  |  |  |
| Other |  |  |  |  |

1. **Capitalization:**
   1. Number of each class of authorized shares:
      1. shares of common: \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

par value per share: \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_

* + 1. \_\_\_\_\_ shares of \_\_\_\_\_\_\_\_\_\_ (attach description)

$\_\_\_\_\_ par value

* + 1. \_\_\_\_\_ shares of \_\_\_\_\_\_\_\_\_\_ (attach description)

$\_\_\_\_\_ par value

* 1. Number of shares to be initially issued:
  2. Proposed initial stockholders and consideration:

| **Name and Address** | **Number of Shares** | **Class of Stock** | **Amount and Form of Consideration** |
| --- | --- | --- | --- |
|  |  |  |  |
|  |  |  |  |
|  |  |  |  |
|  |  |  |  |
|  |  |  |  |
|  |  |  |  |

Describe Any Special Vesting Provisions:

* 1. Will any of the funding be provided indirectly or directly by non-U.S. investors?

\_\_\_\_\_\_\_\_\_\_

If yes, what percentage voting interest in the corporation will the non-U.S. investor(s) acquire? \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_[[2]](#footnote-2)

1. **Additional Information:**
   1. Fiscal year of corporation ends (generally suggest 12/31):
   2. Accountants (name, address and telephone):

* 1. Bank (name and address):

1. The same person can hold more than one office. [↑](#footnote-ref-1)
2. If the percentage ownership of the non-U.S. investors is calculated as 10% or greater and the company has value over a certain threshold defined by the Bureau of Economic Analysis, the corporation will be required to make a filing (i.e., Form BE-605 or filing with the U.S. Department of Commerce to report the acquisition). The corporation can take advantage of an exemption if the threshold is not met, but it must make a filing in order to do so. See: http://www.bea.gov/surveys/fdiusurv.htm [↑](#footnote-ref-2)