



LAW OFFICES OF MIDDLETON, YOUNG & MINNEY, LLP

BEWARE MISLEADING CORPORATE SOLICITATIONS

For many years, our office has been warning clients about an ongoing corporate compliance scam wherein nonprofit corporations receive notices that appear to be issued by a state agency instructing them to complete an official looking corporate compliance form by a specific deadline (the form may even have an official looking seal) or their corporation may be in jeopardy. The notice instructs that upon paying a \$195 fee the “Committee of Corporate Compliance” or “Compliance Center” will assist the corporation in meeting its statutory obligations.

The most recent scam involves a notice regarding filing a Statement of Information and Officers List. An example of a recent misleading notice is provided here. These notices appear to be issued by the California Secretary of State or some other governmental entity. However, these misleading solicitations are issued by a private for-profit business and should be disregarded. Please note that submitting the fees and filings required by the Corporations Code to a third party for filing with the Secretary of State, does not meet the business entity's statutory obligation to file a Statement of Information with the Secretary of State.

While a nonprofit corporation is required to file a Statement of Information form within 90 days of incorporating and thereafter on a biennial basis the form and instructions are available for free through the Secretary of State's website, and California nonprofit corporations pay only a \$20 filing fee. Statement of Information forms can be submitted for filing online at <https://businessfilings.sos.ca.gov> or by mail to: Secretary of State, Statement of Information Unit, P.O. Box 944230, Sacramento, California 94244-2300.

The Secretary of State's Office has also recently issued a customer alert regarding these misleading solicitations. To view the Secretary of State's customer alert in its entirety, please go to <http://www.sos.ca.gov/business/be/alert-misleading-solicitations.htm>

If you have received a solicitation letter that seems misleading or confusing, the Secretary of State requests that you contact the California Attorney General's Office at the California Department of Justice as follows:

California Department of Justice
Public Inquiry Unit
P.O. Box 944255
Sacramento, CA 94244-2550
(800) 952-5225 or (916) 322-3360
Or online at www.ag.ca.gov/consumers/general.php

If you have any questions regarding this update, or any questions regarding your nonprofit corporation's annual filing obligations or other corporate issues, please contact

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