

FIFTH: (Check one box only)

- The corporation will have a board of directors.
- There will be no directors; the business of the Corporation will be managed by shareholders (13-C MRSA §743)

SIXTH: (For corporations with directors, each of the following provisions is optional – "X" only if applicable)

- The number of directors is limited as follows: not fewer than _____ nor more than _____ directors. (13-C MRSA §803)
- To the fullest extent permitted by 13-C MRSA §202.2.D., a director shall have no liability to the Corporation or its shareholders for money damages for an action taken or a failure to take an action as a director.
- Except as otherwise specified by contract or in its bylaws, the Corporation shall in all cases provide indemnification (including advances of expenses) to its directors and officers to the fullest extent permitted by law. (13-C MRSA §§202, 857 and 859)

SEVENTH: (Check only if applicable)

- The Corporation elects to have preemptive rights as defined in 13-C MRSA §641.

EIGHTH: (Check only if applicable)

- Additional provisions of these Articles of Incorporation are set forth in Exhibit _____ attached hereto and made a part hereof. (13-C MRSA §202)

*The professional corporation name must contain one of the following: "chartered," "professional corporation," "professional association" or "service corporation" or the abbreviation "P.C.," "P.A." or "S.C.". **Examples** of professional service corporations are accountants, attorneys, chiropractors, dentists, registered nurses and veterinarians. (This is not an inclusive list – see 13 MRSA §723.7.)

The execution of this certificate constitutes an oath or affirmation, under the penalties of false swearing under 17-A MRSA §453.

Please remit your payment made payable to the Maine Secretary of State.

Submit completed form to: **Secretary of State**
Division of Corporations, UCC and Commissions
101 State House Station
Augusta, ME 04333-0101
Telephone Inquiries: (207) 624-7752 Email Inquiries: CEC.Corporations@Maine.gov

