

## Required Business Entity Documents

When you are sending us a package to get a closing letter, we ask that you send us business entity documents if you have them.

Following is a clarification of what exactly we need for specific entities. Please keep this as a guide and reference.

For **Corporations (INC.)** – Must file with the State of Incorporation.

We need copies of the following:

1. COGS – A Certificate of Good Standing from the State of Incorporation
2. Certificate of Incorporation
3. The Charter/Articles of Incorporation
4. By-Laws (*may or may not exist*) if there are no written by-laws, then we need a signed statement from the principal that there are no written by-laws for the entity.
5. Certificate of Authority to do business within the State of Texas if the corporation is a non-Texas corporation.

For **Limited Liability Companies (LLC.)** – Must file with the State of Formation.

We need copies of the following:

1. COGS – A Certificate of Good Standing from the State of Incorporation
2. Certificate of Filing
3. Certificate of Formation (with any and all amendments), called the Articles of Organization for older entities (with any and all amendments)
4. Company Agreement – used to be called Operating Agreement, Regulations, or By-Laws (these may or may not exist). **Limited liability companies are required by law to have a company agreement. However, it appears the state does *not* require them to be in writing. However, as the Lender, it is appropriate for you to ask a limited liability company for a copy of their written company agreement so that you have evidence of their existence, provided that you give the borrower the option of presenting them in whatever form the borrower decides.**

For **Limited Partnerships (LP.)** – Must file with the State of Formation.

We need copies of the following:

1. Certificate of Limited Partnership – from State where formed
2. Limited Partnership agreement

For **Professional Associations (P.A.)** – Must file with the State of Formation.

We need copies of the following:

1. Certificate of Formation – from State where formed
2. Articles of Association – from State where formed
3. By-Laws – If there are no written by-laws, then we need a signed statement from the principal that there are no written by-laws for the entity.

For **Trusts** (do not file with State) we need a copy of the Trust Agreement.

For **General Partnerships** (do not file with State) we need a copy of the Partnership Agreement.