

# 6 SUREFIRE PATHS TO CORPORATE FILING REJECTION (AND HOW TO AVOID THEM)

## DIDN'T CONFIRM THE ENTITY'S GOOD STANDING.



### Check status and be aware of prerequisites.

Before submitting a filing on an existing entity (such as an amendment or dissolution), ensure the entity is in good standing. States will usually not accept filings on entities that are not. This includes handling any preliminary requirements, such as a tax clearance or annual report filing.



## DIDN'T CHECK WHETHER THE ENTITY NAME IS AVAILABLE OR COMPLIANT.



### Verify name availability in advance and check against state requirements.

State statutes often list which types of indicators (such as corporation or LLC) are allowed and words that cannot be used or require outside approval first, but sometimes it depends on administrative regulations and the judgment of the filing officer, as evidenced by [Delaware's new regulations](#). Every state has its own rules.



Some states, like Delaware, allow very similar names as long as they can be differentiated on the record. Other states, like California, use the 'deceptively similar' standard and will reject names if they appear to be too similar to an existing entity name, even if they don't exactly match the existing entity's name.

## ASSUMED THE FILING WAS LEGIBLE ENOUGH.



### Legibility matters!

When in doubt, err on the side of caution. If a document gets printed and rescanned multiple times, the quality can suffer. States will often reject documents if they think they will be unreadable once uploaded to their system. Best practice is to stick with standard black font and consider how many times a filing has been copied or rescanned.



## ENTITY NAME WAS SPELLED WRONG.

### Make sure the name is correct.

Small punctuation and spelling errors in an entity's name are easily avoidable causes for rejection. Make sure the name of the entity is consistent across supporting documents submitted with the filing or where the name is listed in other places in the documents. Proofread, proofread, proofread!



## DOCUMENT WAS SIGNED BY THE WRONG PERSON.

### Get an authorized signer to sign the right way.

Signatures are more complicated than you would think. Rules vary from state to state and according to the entity type and the filing being submitted.

Check the statutes to ensure you have the right company principal signing the form and verify what sort of signature is allowed. Most states accept scanned copies, but there are exceptions depending on the filing. Electronic 'docusign' signatures are starting to gain acceptability but are still not allowed by many jurisdictions.



## USED THE WRONG FORM.

### Check that you have the most current version of the right form.

This may seem obvious, but a common problem is submitting a form for the wrong entity type, such as submitting amendment for an LLC on a form for a corporation. When dealing with filings that can combine multiple entity types, such as mergers and conversions, it can get a little tricky. Careful perusal to ensure you choose the right form is best.



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