



State of Hawaii
Department of Commerce and Consumer Affairs
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Nonrefundable Filing Fee: \$10.00

Personal or business checks are not accepted for this filing.

ARTICLES OF DISSOLUTION FOR A DOMESTIC NONPROFIT CORPORATION

(Section 414D-243, Hawaii Revised Statutes)

PLEASE TYPE OR PRINT LEGIBLY IN BLACK INK.

The undersigned, duly authorized officer of the Hawaii corporation submitting these Articles of Dissolution, certifies as follows:

1. The name of the corporation is:

2. The dissolution was authorized on (check one):

(MM/DD/YYYY)

at a meeting of the members:

Designation (class) of Membership	Total Number of Memberships (Votes) Outstanding	Total Number of Votes Entitled to be Cast by Each Class	Number of Votes Cast by Each Class For the Dissolution	Number of Votes Cast by Each Class Against the Dissolution
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>

(Approval must be by two-thirds of the votes cast or a majority of the voting power, whichever is less.)

by written consent of the members holding at least eighty percent of the voting power.

by a sufficient vote of the board of directors or incorporators because member approval was not required.

3. (Select one of the following statements, as applicable.)

The written approval of a specified person or persons named in the articles of incorporation was obtained.

The written approval of a specified person or persons is not required.

4. The dissolution is effective on the date of filing of these Articles of Dissolution or on a later date and time, not more than 30 days after the filing, if so stated. The effective date cannot be before the date of filing. The dissolution is (check one):

Effective as of the date and time of the filing of its Articles of Dissolution.

Effective on , at , , Hawaiian Standard Time, which is no later than 30 days after the filing of these Articles of Dissolution.

I, the undersigned, certify under the penalties of Section 414D-12, Hawaii Revised Statutes, that I have read the above statements, that I am authorized to make this change, and that the statements are true and correct to the best of my knowledge and belief.

Signed this day of ,

Type/Print Name, and Title of Signer

Signature of Officer

The articles must be signed and certified by a presiding officer of the board of directors, by its president or another officer, by the incorporator if directors have not been selected or the corporation has not been formed, or by a receiver, trustee, or other court-appointed fiduciary. See instructions on next page.

INSTRUCTIONS FOR PREPARING AND FILING ARTICLES OF DISSOLUTION FOR A DOMESTIC NONPROFIT CORPORATION

Section [414-383](#), Hawaii Revised Statutes (HRS)

Articles must be typewritten or printed in **black ink** and must be **legible**. The articles must be signed by a presiding officer of the board of directors, by its president or another officer, by the incorporator if directors have not been selected or the corporation has not been formed, or by a receiver, trustee, or other court-appointed fiduciary. All signatures must be in **black ink**. Submit articles together with the appropriate fee(s).

Public benefit corporations must give the attorney general written notice that it intends to dissolve before the filing of the articles of dissolution. The plan of dissolution must accompany the written notice.

§414D-14 Definitions. “Public benefit corporation” means any corporation designated by statute as a public benefit corporation, or any corporation that is recognized as exempt under section 501(c)(3) of the Internal Revenue Code of 1986, as amendment, or that is organized for public or charitable purposes and upon dissolution must distribute its assets to a public benefit corporation, the United States, a state, or a person recognized as exempt under section 501(c)(3) of the Internal Revenue Code of 1986, as amended.

§414D-233 Notice to the attorney general of intention to dissolve. (a) A public benefit corporation shall give the attorney general written notices that it intends to dissolve before the time it delivers the articles of dissolution to the department director. The notice shall include a copy of or summary of the plan of dissolution.

(b) No assets shall be transferred or conveyed by a public benefit corporation as part of the dissolution process until twenty days after it has given the written notice required by subsection (a) to the attorney general or until the attorney general has consented in writing to the dissolution, or indicated in writing that the attorney general will take no action in respect to, the transfer or conveyance, whichever is earlier.

(c) When all or substantially all of the assets of a public benefit corporation have been transferred or conveyed following approval of dissolution, the board shall deliver to the attorney general a list showing those (other than creditors) to whom the assets were transferred or conveyed. The list shall indicate the addresses of each person (other than creditors) who received assets and indicate what assets each received.

Item 1. State the full name of the corporation.

Item 2. State the date the dissolution was authorized (MM/DD/YYYY) and indicate whether the dissolution was approved at a meeting of the members, by written consent of the members holding at least eighty percent of the voting power, or by a sufficient vote of the board of directors or incorporators because member approval was not required.

- If the dissolution was authorized at a meeting of the members, complete the table with details of the vote (Designation (class) of Membership, Total Number of Membership Votes Outstanding, Total Number of Votes Entitled to be Cast by Each Class, Number of Votes Cast by Each Class For the Dissolution and Number of Votes Cast by Each Class Against the Dissolution).
- If the dissolution was authorized by written consent in lieu of a meeting, the written consent must be signed by members holding at least eighty percent of the voting power.
- If approval of members was not required, the dissolution must be authorized by a sufficient vote of the board of directors or incorporators.

Item 3. Select one of the statements, as applicable, to indicate whether written approval of the amendment(s) by a specified person or persons named in the articles of incorporation was obtained, or whether written approval from (a) specified person or persons is not required.

Item 4. The dissolution is effective as of the date and time of the filing of the Articles of Dissolution, or at a subsequent date and time, no more than 30 days after the filing, if so stated. Indicate whether the dissolution is effective as of the date and time of the filing of the Articles of Dissolution, or if the dissolution is effective at a subsequent date and time. If the dissolution is effective at a subsequent date and time, state the date (MM/DD/YYYY) and time (HH:MM, a.m. or p.m.). The date cannot be prior to the filing of these Articles of Dissolution and cannot be more than thirty (30) days after the filing of these Articles of Dissolution. If a delayed effective date is stated with no time is specified, the record is effective at the close of business on that date. The date and time shall be in Hawaiian Standard Time (HST).

Continued on next page.

Filing Fees: The fee for filing the Articles of Dissolution is **\$10.00** and is not refundable.

Personal or business checks are not accepted for this filing. Payment made by Cash, Certified/Cashier's Check, Bank/Postal Money Order, or Credit Card (VISA, MasterCard, Discover, Diners Club, or JCB) are accepted. Make checks payable to DEPARTMENT OF COMMERCE AND CONSUMER AFFAIRS.

For any questions, call (808) 586-2727 or email breg@dcca.hawaii.gov.

NOTICE: THIS MATERIAL CAN BE MADE AVAILABLE FOR INDIVIDUALS WITH SPECIAL NEEDS. PLEASE CALL THE BUSINESS REGISTRATION DIVISION SECRETARY AT (808) 586-2744 TO SUBMIT YOUR REQUEST.

ALL BUSINESS REGISTRATION FILINGS ARE OPEN TO PUBLIC INSPECTION. (SECTION [92F-11](#), HRS)