

LAW CORPORATIONS

The State Bar of California

Most Frequent Reasons for Returned Applications

Incorrect Bylaws Language: Please refer to the [Law Corporation Rules of the State Bar](#) amended January, 1994. Use the exact language from Rule IV-C, paragraphs 1, 2, 4 and 5, in the portions of your bylaws that pertain to ownership and transfer of shares in the corporation. Attach only the portions of the law corporation's bylaws which contain this language. Do not submit your entire set of bylaws.

Incorrect and Unsigned Certificate of Secretary: A declaration by the Secretary of the corporation must be submitted with the required portions of the bylaws to certify that they are true and correct excerpts of the bylaws of the corporation. Signature of the corporate Secretary must be original.

Photocopied Secretary of State Forms: You must attach an original certified copy of the Articles of Incorporation, including the original blue and white cover page, from the [Secretary of State](#). If the corporation was incorporated in a jurisdiction outside of California, you must attach an original Certificate of Status of Foreign Corporation from the Secretary of State. Photocopies of Secretary of State documents cannot be accepted.

Law Corporation Name: The name of your law corporation in State Bar records (and on file with the Secretary of State) is the only name under which it may practice law. Rule IV-A, paragraph 2 of the [Law Corporation Rules](#) requires that the name "complies with the California Rules of Professional Conduct and that the name includes wording or abbreviations denoting corporate existence..." Please refer to the excerpt from California Rules of Professional Conduct [Rule 1-400](#). If you are not sure whether or not the name of your law corporation complies with Rule 1-400, contact the State Bar of California at 1-888-800-3400.