

**PENNSYLVANIA DEPARTMENT OF STATE
BUREAU OF CORPORATIONS AND CHARITABLE ORGANIZATIONS**

<input type="checkbox"/> Return document by mail to: <hr/> <p>Name</p> <hr/> <p>Address</p> <hr/> <p>City State Zip Code</p> <input type="checkbox"/> Return document by email to: _____	<p>Transfer of Foreign Registration DSCB:15-418 (rev. 2/2017)</p>  <p>418</p>
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Read all instructions prior to completing. This form may be submitted online at <https://www.corporations.pa.gov/>.

Fee: \$70

In compliance with the requirements of the applicable provisions of 15 Pa.C.S. § 418 (relating to transfer of registration), the undersigned registered foreign association hereby states that:

1. The name of the association under which it is registered to do business in this Commonwealth and before the merger or conversion is:

2. The type of association before the merger or conversion is (check only one):

- | | | |
|--|--|---|
| <input type="checkbox"/> Business Corporation | <input type="checkbox"/> Limited Partnership | <input type="checkbox"/> Business Trust |
| <input type="checkbox"/> Nonprofit Corporation | <input type="checkbox"/> Limited Liability (General) Partnership | <input type="checkbox"/> Professional Association |
| <input type="checkbox"/> Limited Liability Company | <input type="checkbox"/> Limited Liability Limited Partnership | |

3. The name of the association following the merger or conversion:

3A. *If the name in 3 does not contain a required designator or if the name in 3 is not available for use in the Commonwealth, the alternate name under which the association is registering in this Commonwealth is:*

4. The type of association after the merger or conversion (check only one):

- | | | |
|--|--|---|
| <input type="checkbox"/> Business Corporation | <input type="checkbox"/> Limited Partnership | <input type="checkbox"/> Business Trust |
| <input type="checkbox"/> Nonprofit Corporation | <input type="checkbox"/> Limited Liability (General) Partnership | <input type="checkbox"/> Professional Association |
| <input type="checkbox"/> Limited Liability Company | <input type="checkbox"/> Limited Liability Limited Partnership | |

5. The jurisdiction of formation of the association after the merger or conversion is: _____

If different than the information for the registered foreign association before the merger or conversion, all of the following information for the association after the merger or conversion:

6A. The street and mailing address of the association’s principal office is:

Number and street	City	State	Zip
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6B. The street and mailing address of the office, if any, required to be maintained by the law of the association’s jurisdiction of formation in that jurisdiction is:

Number and street	City	State	Zip
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7. The (a) address of the association’s registered office in this Commonwealth or (b) name of its Commercial Registered Office Provider and the county of venue is:

*Complete part (a) **OR** (b) – not both:*

(a) _____

Number and street	City	OR	State	Zip	County
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(b) c/o: _____

Name of Commercial Registered Office Provider	County
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8. Effective date of transfer of foreign registration is (check, and if appropriate complete, one of the following):

- The Transfer of Foreign Registration shall be effective upon filing in the Department of State.
 - The Transfer of Foreign Registration shall be effective on: _____ at _____.
- Date (MM/DD/YYYY) Hour (if any)

IN TESTIMONY WHEREOF, the undersigned registered foreign association has caused this Transfer of Foreign Registration to be signed by a duly authorized representative of the surviving or converted association this _____ day of _____, 20____.

Name of Association

Signature

Title

Pennsylvania Department of State
Bureau of Corporations and Charitable Organizations
P.O. Box 8722
Harrisburg, PA 17105-8722
(717) 787-1057
web site: www.dos.pa.gov/corps

General Information

Typewritten is preferred. If handwritten, the form must be legible and completed in black or blue-black ink in order to permit reproduction.

The nonrefundable filing fee for this form is \$70. Checks should be made payable to the Department of State. Checks must contain a commercially pre-printed name and address.

This form and all accompanying documents shall be mailed to the address stated above.

Who should file this form?

If a registered foreign association merges into a nonregistered foreign association or converts to a foreign association required to register with the Department of State to do business in this Commonwealth, the association shall deliver to the Department for filing an application for Transfer of Registration.

When an application for Transfer of Registration takes effect, the registration of the registered foreign association to do business in this Commonwealth is transferred without interruption to the association into which it has merged or to which it has been converted.

The purpose of this filing is to clarify the status of the registered foreign association in the public records of the Department of State. A Transfer of Registration has the two-fold effect of canceling the authority of the foreign association to do business in Pennsylvania while at the same time reregistering it as the new type of foreign association. If the reregistered foreign association subsequently wishes to terminate its registration to do business, it may do so under 15 Pa.C.S. § 419.

Applicable Law

For foreign associations, in general, 15 Pa.C.S. §§ 102; 401-419; for transfer of registration, 15 Pa.C.S. § 418; for names, 15 Pa.C.S. § 414 and §§ 201-209. Statutes are available on the Pennsylvania General Assembly website, www.legis.state.pa.us, by following the link for Statutes.

Attachments

The following, in addition to the filing fee, shall accompany this form:

- (1) One copy of a completed form DSCB: 15-134B (Docketing Statement - Changes).
- (2) Any *necessary* copies of form DSCB: 19-17.2 (Consent to Appropriation of Name). If Consent cannot be obtained, the association may adopt, for the purpose of doing business in this Commonwealth, an alternate name that complies with 15 Pa.C.S. § 414 and §§ 201-209.

- (3) Any *necessary* governmental approvals.

Form Instructions

Enter the name and mailing address to which any correspondence regarding this filing should be sent. This field must be completed for the Bureau to return the filing. If the filing is to be returned by email, an email address must be provided. An email will be sent to address provided, containing a link and instructions on how a copy of the filed document or correspondence may be downloaded. Any email or mailing addresses provided on this form will become part of the filed document and therefore public record.

1. Give the exact name of the association as registered to do business in Pennsylvania and as on file with the Department of State. If a foreign association has adopted an alternate name in order to register to do business in Pennsylvania, the registered foreign association must use the alternate name in response to a requirement that a document delivered to the Department for filing state the name of the association. **This field is required.**

2. Select the type of association before the merger or conversion. Only one option may be selected. **This field is required.**

3. Give the exact name of the association in the jurisdiction of formation after the merger or conversion. This should include the exact spelling, punctuation and any identifier such as “Inc.,” “LLC” or “Limited.” Jurisdiction of formation means the state or country of incorporation or domestic registration following the merger or conversion. For the purposes of this form, the jurisdiction of formation may not be Pennsylvania. **This field is required.**

3A. Alternate name:

A foreign association *must* register under its proper name under the laws of its jurisdiction of formation if that name satisfies the requirements of 15 Pa.C.S. §§ 201-209. If the proper name is unavailable because it is not distinguishable on the records of the Department of State from a name already in use, reserved or registered or if the name does not comply with 15 Pa. C.S. §§ 201-209 (relating to names), the foreign association must have consent to use the name or may adopt an alternate name for use in Pennsylvania that complies with 15 Pa. C.S. §§ 201-209 and set forth the resulting name in Paragraph 3A. The consent from the other association must be attached.

An acceptable association identifier must be part of the association name. For foreign association name requirements, see 15 Pa.C.S. § 412 and § 414. Where the name of the foreign association does not comply with 15 Pa.C.S. §§ 201-209 (relating to names), the foreign association must adopt an alternate name that complies with 15 Pa.C.S. §§ 201-209 for

use in Pennsylvania. If applicable, enter the name for use in Pennsylvania in 3A.

After registering to do business in this Commonwealth under an alternate name, a foreign association shall do business in this Commonwealth under any of the following:

- (1) The alternate name.
- (2) Its proper name under the law of its jurisdiction of formation, with the addition of the name of its jurisdiction of formation.
- (3) A name the foreign association is authorized to use under 54 Pa.C.S. Ch. 3 (relating to fictitious names).

This field is required *only if the name in field 3 is unavailable because it is not distinguishable on the records of the Department of State from a name already in use, reserved or registered or if the name does not comply with 15 Pa. C.S. §§ 201-209 (relating to names).*

4. Select the type of association after the merger or conversion. Only one option may be selected. **This field is required.**

5. “Jurisdiction of formation” means the jurisdiction, other than Pennsylvania, whose law includes the governing statute of the registering association. **This field is required.**

6A. The street and mailing address of the association’s principal office in the jurisdiction of formation. **This field is required *only if different than the information for the registered foreign association before the merger or conversion.***

6B. The street and mailing address, if applicable, of the association’s office required in the jurisdiction of formation. **This field is required *only if the association is required to maintain an office in the association’s jurisdiction of formation and only if different than the information for the registered foreign association before the merger or conversion.***

7. This address must be in Pennsylvania. Give one of the following: the registered office address in the Commonwealth in (a) or the name of a Commercial Registered Office Provider (b) and the county of venue.

Post office boxes are not acceptable for any address. Under 15 Pa.C.S. § 135(c) (relating to addresses), an actual street or rural route box number must be used as an address, and the Department of State is required to refuse to receive or file any document that sets forth only a post office box address.

This field is required *only if different than the information for the registered foreign association before the merger or conversion.*

8. Any date specified as the effective date of the Transfer of Registration must be a future effective date (after the date and time of its delivery to the Department). A specified effective date may not be retroactive (prior to the date and time of the delivery of the Transfer of Registration to the Department). If a delayed effective date is specified, but no time is given, then the time used will be 12:01 a.m. on the date specified. If

neither option for an effective date is checked, it will be presumed that no specified delayed effective date is intended and the document will be effective upon filing. **This field is required.**

Signature and Verification

An authorized representative of the surviving or converted foreign association must sign the Transfer of Registration. Signing a document delivered to the Department for filing is an affirmation under the penalties provided in 18 Pa.C.S. § 4904 (relating to unsworn falsification to authorities) that the facts stated in the document are true in all material respects.

This field is required.