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California Secretary of State



## **Don't be Fooled by Misleading Statement of Information Schemes**

### **WHAT TO KNOW**

**Statements of Information can be filed directly with the California Secretary of State's Business Programs Division online at [bizfileOnline.sos.ca.gov](http://bizfileOnline.sos.ca.gov).** The required California Statement of Information is \$20 for corporations and limited liability companies plus a \$5 disclosure fee for corporations.

### **WHAT TO AVOID**

Domestic and foreign corporations and limited liability companies registered to do business in California are regular targets of misleading direct mail solicitations on official-looking forms. These solicitations are designed to scare businesses into using a non-governmental third party to file the required Statement of Information with the California Secretary of State for nearly 10 times the required filing fee, threatening penalties, fines, suspension, or seizure if the solicitations are not adhered to. These solicitations are not being sent by or authorized by the California Secretary of State.

## WHAT TO LOOK FOR

These solicitations tend to have a name similar to the California Secretary of State **Business Programs Division**. These solicitations, while legal, can be misleading. At the top of the solicitation in 24-point font, these solicitations are required by law to state:

“THIS IS AN ADVERTISEMENT. THIS OFFER IS NOT BEING MADE BY, OR ON BEHALF OF, ANY GOVERNMENT AGENCY. YOU ARE NOT REQUIRED TO MAKE ANY PAYMENT OR TAKE ANY OTHER ACTION IN RESPONSE TO THIS OFFER.”

However, some solicitations, you must read closely to determine that it is a solicitation and often is not in 24-point font.

Submitting the fees and filings required by the California Corporations Code to a third party for filing with the California Secretary of State does not meet the business entity’s statutory obligation to file a Statement of Information with the California Secretary of State. **To avoid penalties or delays, file Statements of Information directly with the California Secretary of State's Business Programs Division at [bizfileOnline.sos.ca.gov](http://bizfileOnline.sos.ca.gov).**

## WHAT ELSE TO KEEP IN MIND

Also, note that Corporations are required to keep records, books and minutes of its proceedings, however these items are not filed with the California Secretary of State.

Other misleading solicitations to watch for include preparation of termination documents, corporate minutes, or Fraudulent Certificates of Status. All Business Entity and Uniform Commercial Code Certificates issued by the California Secretary of State

after April 7, 2022 may be verified using our **bizfile** Online Certificate Verification tool at [bizfileOnline.sos.ca.gov](https://bizfileOnline.sos.ca.gov).



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