



Department of Commerce and Consumer Affairs
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INSTRUCTIONS FOR PREPARING AND FILING ARTICLES OF INCORPORATION FOR CONSUMER COOPERATIVE ASSOCIATIONS

Section [421C-11.5](#), Hawaii Revised Statutes (HRS)

Articles must be typewritten or printed in **black ink** and must be **legible**. Attachments may be used, if necessary, and must be typed or printed in black ink on 8.5" x 11" white bond paper, single-sided. The articles shall be certified and executed by each of the incorporators, if natural persons, and by the president and secretary of the association, before any officer authorized to take acknowledgments. All signatures must be in **black ink**. Submit articles together with the appropriate fee(s). The date of incorporation will be the date that the Articles of Incorporation are filed in compliance with Chapter [421C](#), HRS, Consumer Cooperative Associations.

- Article 1. State the exact name of the association. The name of the association shall contain the term "cooperative" or some abbreviation thereof, such as "co-op" or "coop".
- Article 2. State the complete mailing address of the association's initial principal office. If the address of the association's principal address differs from its mailing address, please also state the principal address.
- Article 3. 3a. Indicate whether the association's registered agent is an entity OR an individual. If the registered agent is an entity, state the entity name and state, province, or country of formation, incorporation, or organization of the association's registered agent. If the registered agent is an individual, state the individual's first name and last name.
3b. State the complete street address of the place of business of the registered agent in the State of Hawaii to which service of process and other notice and documents being served on or sent to the entity represented by it may be delivered to.
The association cannot be its own agent. Refer to Section [425R-4](#), HRS, for more information.
- Article 4. State the purpose(s) of the association.
- Article 5. State the powers of the association.
- Article 6. The association shall have perpetual duration.
- Article 7. State the office titles, name and address of each initial officer of the association.
- Article 8. State the name and address of each director of the association. If the association is organized without stock, the board of directors shall consist of three or more individuals. Refer to Sections [421C-3](#), and [414-193](#) (stock) or [414D-133](#) (nonstock), HRS, as applicable for more information.
- Article 9. State the names and complete addresses of each individual incorporator of the corporation. If organized with stock, state the number of shares subscribed by each, which shall not be less than one.
- Article 10. Check the appropriate box to indicate whether the association is organized with stock or without stock. If organized with stock, state the authorized number of shares of common stock, and the par value of each share. If organized without stock, also check the appropriate box to indicate whether the property rights and interest of each member is equal or unequal. If the property rights and interest is unequal, state the rule by which the rights and interest shall be determined. Refer to Sections [421C-11.5](#) (7) & (8), [421C-3](#), and [421C-20](#), HRS, for more information.

Continued on next page.

Acknowledgement Statement:

Pursuant to Section [421C-11.5](#), HRS, the articles shall be certified and executed by each of the incorporators, if natural persons, and by the president and secretary of the association, before any officer authorized to take acknowledgements.

FORM CONS-1 ACKNOWLEDGEMENT is available as a separate attachment from FORM CONS-1. An acknowledgement statement must be provided for each signature on FORM CONS-1.

Submit the FORM CONS-1, all relevant acknowledgement statements, and other attachments, if applicable, together with the appropriate filing fee(s).

Filing Fees:

The fee for filing Articles of Incorporation (stock) is **\$50.00** and is not refundable.

The fee for filing Articles of Incorporation (non-stock) is **\$25.00** and is not refundable.

Optional: the fee for one certified copy is \$10.00. Payments made by cash, check, or credit card are accepted. Make checks payable to DEPARTMENT OF COMMERCE AND CONSUMER AFFAIRS. Dishonored Check Fee is \$25.00.

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)