FOREIGN CORPORATION CHECKLIST

This checklist is to assist in preparing the documents necessary for a foreign corporation to obtain a permit to transact business in American Samoa as required by the American Samoa Code Annotated ("A.S.C.A.") §§30.0301 – 30.0314. This law does not apply to non-profit or domestic corporations. Please be aware these instructions provide only the minimum requirements for application. In order to fully plan for your business and to obtain the full benefits available under a corporate structure, you may wish to consult with an attorney and/or accounting professional before filing.

In addition, before transacting business, each corporation must apply for a business license pursuant to A.S.C.A. §27.0201 et. seq. The corporation may also be required to obtain special professional, tradesmen’s, or miscellaneous licenses, if they apply.

The following is essential information required for applying to obtain a permit to transact business in American Samoa as a foreign corporation:

1. Certified copy of the Articles of Incorporation from the jurisdiction of incorporation as per A.S.C.A. §30.0301.
   YES _______   NO _______

2. Resolution of the Board of Directors or Stockholders as per A.S.C.A. §30.0301
   a. Authorizing filing the Articles of Incorporation in American Samoa
      YES _______   NO _______
   b. Authorizing service of process to be made upon any of its officers or agents in American Samoa
      YES _______   NO _______
   c. Statement verified by an oath attesting the Articles of Incorporation contain the information required of a domestic corporation under A.S.C.A. §30.0111 through §30.0115
      YES _______   NO _______
   d. Requesting issuance of a permit by the Governor to transact business in American Samoa
      YES _______   NO _______

3. Statement subscribed and sworn to by at least two (2) of the principal officers of the corporation as per A.S.C.A. §30.0302(1) through (6)
   a. Total authorized capital of the corporation
      YES _______   NO _______
   b. Total paid-up capital of the corporation
      YES _______   NO _______
   c. Total value of all corporate assets of any description
      YES _______   NO _______
   d. Total value of money and all other property the corporation has in use or held as investment in American Samoa
      YES _______   NO _______
e. Total value of money and all other property the corporation proposes or expects to make use of in American Samoa
   YES ________  NO ________

f. Certified copy of the resolution of the Board of Directors of the corporation giving the name and address in American Samoa of a resident agent on whom process may be served
   YES ________  NO ________

4. Stipulation that such permit shall be subject to all provisions of (as per A.S.C.A. §30.0303):
   + A.S.C.A. §§30.0101(a) – (f);  YES ________  NO ________
   + A.S.C.A. §§30.0104(a) and (b);  YES ________  NO ________
   + A.S.C.A. §30.0111;  YES ________  NO ________
   + A.S.C.A. §30.0112;  YES ________  NO ________
   + A.S.C.A. §30.0114;  YES ________  NO ________
   + A.S.C.A. §30.0115;  YES ________  NO ________
   + A.S.C.A. §30.0121(a) and (b);  YES ________  NO ________
   + A.S.C.A. §30.0130(1) – (7);  YES ________  NO ________
   + A.S.C.A. §30.0131;  YES ________  NO ________
   + A.S.C.A. §30.0144; and  YES ________  NO ________
   + A.S.C.A. §§30.0301 through 30.0313.  YES ________  NO ________

5. Corporation must have at least $10,000 of authorized capital stock and $5,000 of paid-in capital stock to receive a permit to do business in American Samoa as per A.S.C.A. §30.0308
   YES ________  NO ________

6. Corporation must have one or more known places of business in American Samoa before transacting business in American Samoa as per A.S.C.A. §30.0309
   YES ________  NO ________

7. Articles of Incorporation signed and acknowledged by the incorporators as per A.S.C.A. §30.0111
   YES ________  NO ________

8. Articles of Incorporation include (as per A.S.C.A. §30.0114(1) through (7))
   a. Name of corporation  YES ________  NO ________
   b. Principal place of business in American Samoa  YES ________  NO ________
   c. Objects for which it was formed, stated with specificity
      YES ________  NO ________
   d. Amount of authorized capital stock  YES ________  NO ________
   e. Classes of stock authorized  YES ________  NO ________
   f. Par value and conditions of each class of stock  YES ________  NO ________
   g. Time when and conditions under which par value is to be paid
      YES ________  NO ________
   h. Time of commencement of existence of corporation  YES ________  NO ________
   i. Names and addresses of the incorporators  YES ________  NO ________
   j. Names and addresses of the officers  YES ________  NO ________
   k. Time when and manner in which officers are elected  YES ________  NO ________
   l. Statement that private property of stockholders is exempt from corporate debts
      YES ________  NO ________
   m. Manner in which the Articles of Incorporation may be amended
      YES ________  NO ________

9. Are there any provisions in the Articles of Incorporation that appear to be contrary to law as per
A.S.C.A. §30.0115?  YES ______  NO ______

____________________________________________________________________________________________

Reviewed by: ______________________________
Date: ______________________________

Approved ______  Denied ______

If approved, was a cover letter drafted, signed, and delivered to the Office of the Governor?

YES ______  NO ______
Date: ______________________________

If denied, reasons for such denial:

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