



AMC International Law Associates

SAMPLE

MINUTES OF THE FIRST MEETING



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MINUTES OF THE FIRST MEETING OF THE INCORPORATORS

Name of Corporation

The first meeting of the incorporators was held at _____ o'clock a.m. on the _____ day of _____, 200 ____ at _____, city of _____, state of _____.

The following incorporators were present in person at the meeting:

Name	Address	Number of Shares
_____	_____	_____
_____	_____	_____
_____	_____	_____

The above persons constitute all of the incorporators of the corporation.

_____ was elected as Chairman, and _____ as Secretary of the meeting.

The Secretary presented a written Waiver of Notice of the First Meeting of Incorporators, signed by all the incorporators. The Secretary was directed to include said waiver in the minute book.

The Secretary next presented and read a copy of the Articles of Incorporation of the corporation, which was filed with the state on _____, 200 ____ . The Secretary was directed to include a copy of the Articles of Incorporation in the minute book as the first document appearing therein.

The Secretary next presented and read the proposed bylaws for the corporation.

The bylaws were unanimously approved, with the directors granted the power to adopt new and amend existing bylaws without the approval of the shareholders, unless inconsistent with provisions of the corporate laws of the state of _____, and the Secretary was directed to include a copy of the bylaws in the minute book.

The corporate seal was presented to the incorporators and approved, and the Secretary was directed to place an imprint of the corporate seal at the bottom of these minutes.

The proposed stock certificate form was presented to the incorporators and approved, and the Secretary was directed to include a copy of the stock certificate in the minute book. The following were nominated for directors of the corporation:

Name	Address
_____	_____
_____	_____
_____	_____

to serve from the date of election until their respective successors shall be elected and qualified. No further nominations were made. The incorporators then unanimously elected the nominees as directors.

The incorporators next unanimously voted to authorize the Board of Directors to issue the shares of capital stock as authorized by the Articles of Incorporation in such amounts and for such consideration in cash, property, or services as from time to time the Board of Directors may determine and as may be allowed by law.

Upon motion duly made, seconded, and unanimously approved, the meeting was adjourned.

Secretary of the Meeting

Approval of minutes

Signatures of all present

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