HUSTLE VAULT CORPORATE STRATEGIES • 2026 EDITION

THE AGED CORPORATION PLAYBOOK

HOW TO BUY, BUILD, AND FLIP WYOMING C-CORP SHELF CORPORATIONS

FOR $1,500 TO $4,500+

The Step-by-Step Guide to Forming Low-Cost Entities, Packaging Bank-Ready Digital Infrastructure, Building an 80 Paydex Score, and Legally Transferring Ownership

THE WYOMING C-CORP M&A FORMULA

$201 BUILD → $2,495+ FLIP

100,000 NO-PAR SHARES • 80 PAYDEX READY

PRIVATE STOCK TRANSFER • ZERO TAX DRAG



115+ PAGES • INCLUDES 6 REAL-WORLD CASE STUDIES
& 7-DOCUMENT SAME-DAY STOCK TRANSFER CLOSING CHECKLIST

WRITTEN BY CORPORATE STRATEGY ARCHITECT

FRED SMITH

THE AGED CORPORATION PLAYBOOK: How to Buy, Build, and Flip Shelf Corporations for $1,500 to $4,500+

Subtitle: The Step-by-Step Operational Guide to Forming Low-Cost Wyoming C-Corps, Adding Bank-Ready Digital Infrastructure & 80-Paydex Business Credit, and Exiting for High-Margin Profits

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- **Not Legal or Securities Advice:** Selling 100% of the stock of a privately held corporation to a single active buyer who intends to operate the business themselves

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- **Not Tax or Accounting Advice:** Obtaining an IRS Employer Identification Number (EIN) for a C-Corporation triggers mandatory annual federal corporate income tax filing obligations (IRS Form 1120) regardless of whether the corporation had zero revenue or activity during the tax year. Before obtaining an EIN or transferring an entity with an existing EIN, consult a Certified Public Accountant (CPA) or Enrolled Agent (EA).
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PART I: THE 7 CORE STRATEGY & EXECUTION CHAPTERS

CHAPTER 1: Why Aged Corporations Command $1,500 to $12,000+

1.1 The "Time-in-Business" Gatekeeper Inside Modern Commercial Underwriting

Every single day across the United States, thousands of capable entrepreneurs, real estate investors, logistics operators, and independent contractors apply for commercial bank lines, fleet cards, heavy equipment leases, warehouse leases, and municipal procurement contracts. And every single day, a massive percentage of those applications are rejected within three seconds by automated underwriting software before a human loan officer ever reads the file.

Why? Because modern commercial underwriting relies on hard algorithmic knockout rules, and the single most common knockout filter is **Time in Business (Entity Age)** as verified by the state Secretary of State's initial filing timestamp.

When an entrepreneur forms a brand-new corporation or LLC today, the Secretary of State stamps today's date on the Articles of Incorporation. For the next 365 to 730 days, every automated credit scoring engine (including Dun & Bradstreet's Commercial Credit Scoring model, Experian Business Intelliscore Plus, Equifax Small Business Financial Exchange, and internal bank decisioning engines at institutions like Chase, Wells Fargo, Bank of America, Truist, and PNC) classifies that entity in the highest-risk startup failure tier.

Statistical actuarial tables used by commercial lenders show that newly formed entities experience their highest default and abandonment rates during the first 12 to 24 months. Consequently, institutional underwriters set strict age floors:

- **0 to 5 Months Old:** Automatic rejection for almost all unsecured bank credit lines, fleet fuel cards without full personal guarantees, and institutional vendor terms above Tier-1 starter accounts.
- **6 to 11 Months Old:** Eligible for basic fintech business checking, starter Net-30 vendor accounts, and entry-level merchant processing, but blocked from traditional bank term loans and commercial credit lines.

- **12 to 23 Months Old (The 1-Year Milestone):** Unlocks Tier-2 and Tier-3 commercial vendor credit, commercial vehicle financing, 3PL warehouse and retail space leases, and starter revolving bank credit lines.
- **24 to 59 Months Old (The 2-Year Milestone):** The primary benchmark for Small Business Administration (SBA) working capital programs, conventional commercial bank lines of credit ($25,000 to $150,000), and mid-market corporate vendor onboarding.
- **60+ Months Old (The 5-Year Institutional Milestone):** The gold standard required by institutional portfolio lenders, large government RFPs (Request for Proposals), municipal and state service contracts, and bonding companies.

You cannot bribe a Secretary of State to backdate a corporate filing. The only legal way for a business owner to possess a corporation with a 1-year, 2-year, or 5-year incorporation date today is to **buy the stock of an existing, clean corporation that was legally formed in the past and kept in unbroken Good Standing**.

That simple economic reality creates one of the most lucrative, misunderstood arbitrage markets in American business: **forming or acquiring clean shelf corporations at wholesale cost ($127 to $995), packaging them with the exact digital and credit infrastructure banks verify during underwriting, and selling them to time-sensitive buyers for $1,500 to $4,500+.**

1.2 Bare Paper Entities vs. Turnkey Underwriting Bundles

Most people who hear the phrase "shelf corporation" picture a dusty manila folder sitting in a lawyer's filing cabinet. Indeed, traditional incorporation mills have sold bare paper shelf corporations for decades. If you go to a legacy corporate dealer today and pay $1,200 for a 1-year-old bare corporation, they mail you three sheets of paper:

- A copy of the Articles of Incorporation filed 12 months ago.
- A generic Certificate of Good Standing.
- A blank fill-in-the-blanks stock transfer form.

Here is the problem that frustrates 90% of buyers who purchase bare paper corporations: **a bare Secretary of State filing date is no longer enough to pass modern bank and credit bureau compliance checks.**

Since 2023, banks and commercial credit bureaus have deployed automated digital verification scripts (powered by LexisNexis Risk Solutions, Middesk, Alloy, and Socure) that cross-check five data points the moment an applicant submits a business bank account or credit application:

- **Secretary of State Record:** Is the entity Active and in Good Standing, and does the officer listed on the application match the state registry?
- **Domain WHOIS Registration Age:** Does the company own a matching `.com` domain, and was that domain registered when the company was formed, or was it registered 20 minutes before the bank application was submitted?
- **Live SSL Corporate Website:** Does the domain resolve to a multi-page, SSL-secured corporate website with clear service descriptions, contact details, Privacy Policy, and Terms of Service?
- **Custom Domain Email Infrastructure:** Is the applicant applying with a professional `name@companydomain.com` email address with valid SPF, DKIM, and DMARC records, or a free `@gmail.com` / `@yahoo.com` address (which triggers an automatic fraud score penalty)?
- **Corporate Governance & Credit File Consistency:** Does the entity have an organized corporate book (Bylaws, Minutes, Stock Ledger, Stock Certificate) and, for higher-tier buyers, an active Dun & Bradstreet DUNS profile with reporting Net-30 vendor payment history?

When a buyer spends $1,200 on a bare paper corporation from an old-school dealer and immediately applies for a bank account using a Gmail address and no website, Middesk or LexisNexis flags the application for manual fraud review. On the other hand, when that same buyer acquires a **Turnkey Bank-Ready Aged Corporation** where the `.com` domain was registered alongside the corporation, the 6-page corporate website is

already live, the `@company.com` email is ready to hand over, and the Corporate Identity Kit is complete, the buyer sails through onboarding.

Even better: legacy retail shelf-corporation brokers charge **$2,049 to $2,700 extra** on top of the base entity price just to add a website, logo, and corporate book. Look at the actual October 2026 retail market numbers:

Component	Legacy Retail Broker Add-On Fee	Your Actual Cost Using This Playbook	Your Value-Add Margin
1-Year Clean Wyoming C-Corp (Self-Formed)	$1,200 - $1,650 base price	$162 ($102 filing + $60 Year-1 report) + $25 RA	+$1,013 to +$1,463
Matching `.com` Domain (Aged w/ Entity)	$199 - $350 add-on	$10.44 - $12.00 / year (Cloudflare/Namecheap)	+$187 to +$338
6-Page SSL Corporate Website	$995 - $1,495 add-on	$0.00 hosting (Netlify static deploy)	+$995 to +$1,495
Custom `@company.com` Email Setup	$199 - $299 add-on	$0.00 (Cloudflare Email Routing / Zoho Free)	+$199 to +$299
Corporate Identity Kit + Digital Binder	$495 - $695 add-on	$0.00 marginal cost (Canva + PDF templates)	+$495 to +$695
TOTAL TURNKEY PACKAGE	**$3,088 - $4,489 Retail**	**$199.00 All-In Self-Built Cost**	**89% - 91% Gross Margin**

Even if you do not want to wait 12 months for your own filings to age and instead buy an 8-to-12-month-old Wyoming C-Corp wholesale for **$795 to $995**, adding the $12 digital infrastructure package lets you flip that entity within 14 to 30 days for **$1,995 to $2,495** ($1,000 to $1,500 net profit per flip).

1.3 The Four Core Buyer Profiles Who Pay Premium Prices

To build inventory that sells fast, you must understand who is writing the check and why they are happy to pay $1,995 to $4,500+ for an entity you built for a fraction of that amount. Across the US market, 95% of aged corporation buyers fall into four distinct profiles:

Buyer Profile 1: The Business Credit & Working Capital Builder (45% of Market Volume)

- **Who They Are:** Serial entrepreneurs, e-commerce brand owners, digital agency founders, and consultants who are working with a business credit coach or funding broker to build $50,000 to $150,000 in corporate credit lines (fleet cards, equipment lines, and bank credit cards).

- **Why They Buy:** Their funding advisor just told them that their 2-month-old LLC will get declined or capped at $2,500 credit limits, whereas a 1-to-2-year-old C-Corp with a matching website, custom email, or an established 80 Paydex score qualifies for institutional limits immediately.
- **What They Pay:** $1,995 to $2,495 for a 1-Year Turnkey Bank-Ready C-Corp (Track A), or $3,500 to $4,500 for a 1-to-2-Year 80-Paydex Credit-Seasoned C-Corp (Track B).

Buyer Profile 2: The Real Estate Investor & Commercial Lessee (25% of Market Volume)

- **Who They Are:** Fix-and-flip investors, DSCR (Debt Service Coverage Ratio) rental portfolio buyers, commercial property wholesalers, and 3PL/warehouse operators.
- **Why They Buy:** Hard-money lenders, DSCR mortgage underwriters, and commercial triple-net (NNN) landlords frequently require the borrowing or leasing corporation to show at least 12 to 24 months of existence and clean corporate governance. Additionally, real estate investors prefer holding properties or management contracts inside a privacy-shielded Wyoming corporation where officer names are easy to update and state corporate income tax is 0%.
- **What They Pay:** $1,895 to $2,950 for clean 1-to-2-year entities with prestige holding-company names (such as *Northcrest Holding Group, Inc.* or *Ironwood Property Holdings, Inc.*).

Buyer Profile 3: The B2B Vendor & Government Contractor (20% of Market Volume)

- **Who They Are:** IT staffing firms, commercial janitorial and facilities contractors, specialty logistics operators, and construction subcontractors bidding on municipal, county, state, or Fortune 1000 vendor portals (Ariba, Coupa, SAM.gov).
- **Why They Buy:** Procurement questionnaires routinely contain a mandatory checkbox: *"Has your corporation been legally incorporated and in continuous good standing for a minimum of 24 months (or 36 months)?"* If the contractor checks "No," their bid is disqualified before pricing is even reviewed. Paying $2,800 to

$4,500 for a 2-to-3-year-old corporation allows them to bid on a $150,000 municipal contract next week.

- **What They Pay:** $2,500 to $5,500+ depending on exact age requirement (2-year vs. 3-to-5-year tier).

Buyer Profile 4: Non-US Founders & Cross-Border Acquirers (10% of Market Volume)

- **Who They Are:** Established software founders, exporters, and family-office investors in Canada, the UK, Europe, Latin America, and Asia who are expanding into the US market.
- **Why They Buy:** Setting up a US corporate footprint from abroad can feel slow and fragmented. Acquiring a pre-packaged, 1-year-old Wyoming C-Corp that already includes a live corporate website, `.com` domain, corporate bylaws, and registered agent service gives them an instant, prestigious American corporate presence. (Note: They still obtain their own EIN via IRS Form SS-4 and complete bank KYC under their own passport and beneficial ownership details.)
- **What They Pay:** $2,250 to $3,500 for a complete Turnkey Bank-Ready package.

1.4 Why C-Corporations (Inc. / Corp.) Beat LLCs for Shelf Flipping

Beginners often ask: *"Should I form and age LLCs or C-Corporations?"* While aged LLCs can be sold, **Wyoming C-Corporations (`Inc.` or `Corp.`) are superior for shelf entity flipping** for four structural reasons:

- **Clean Stock Certificate Transfer Mechanics:** Ownership of a C-Corporation is represented by shares of capital stock (for example, 100,000 Common Shares). At closing, transferring 100% ownership is standardized: you endorse Stock Certificate #1 (or cancel Certificate #1 and issue Certificate #2 to the buyer), sign a Stock Purchase Agreement and Stock Power, adopt a Board Resolution appointing the buyer as sole Director/President/Secretary/Treasurer, and file the officer update on WyoBiz. LLC membership interest assignments often require restating the entire Operating Agreement and can trigger state-specific member/manager disclosure quirks.

- **Institutional Underwriting Perception:** Commercial credit bureaus (D&B and Experian Business) and traditional equipment lenders assign higher baseline credibility to `Inc.` and `Corp.` entities with formal board resolutions and corporate bylaws than to single-member disregarded LLCs.
- **Zero Tax-Classification Friction on Transfer:** When an aged C-Corp has no prior EIN (Track A), the buyer obtains their own EIN at closing and can either operate it as a C-Corp or timely file IRS Form 2553 to elect S-Corporation status if they qualify.
- **No Personal Pass-Through K-1 Complexity During Holding:** If you season a Track B entity with an EIN and Net-30 vendor accounts, a C-Corp files a standalone Form 1120 rather than issuing pass-through Schedule K-1s to your personal 1040 return.

CHAPTER 2: Sourcing & Forming Entities Cheaply ($127 Self-Forming vs. $645 to $995 Wholesale)

2.1 The 50-State Holding-Cost Showdown: Why Wyoming Wins Hands Down

When you are holding an inventory of 5, 10, or 20 shelf corporations while they age from Day 1 to Month 12 or Month 24, **annual state carrying cost is make-or-break**. If you form shelf corporations in the wrong state, mandatory minimum franchise taxes will devour your profit margin before you ever find a buyer.

Compare the real October 2026 formation and annual holding costs across popular US incorporation states:

State	Initial State Filing Fee	Annual Report / Minimum Franchise Tax	State Corporate Income Tax	12-Month Holding Cost (Filing + Yr 1 Report)	Verdict for Shelf Flipping
Wyoming (WY)	**$102.00** ($100 + $2 online fee)	**$60.00 / year** minimum license tax	**0.0%**	**$162.00** (+ ~$25 RA)	**#1 GOLD STANDARD**
New Mexico (NM)	$100.00 (C-Corp) / $50 (LLC)	$25 biennial + $50 min corporate franchise tax	4.8% - 5.9%	$175.00+	Good for LLCs, slower portal for C-Corps
Delaware (DE)	$89.00+	**$225.00 / year** ($175 min tax + $50 report)	8.7%	$314.00+ (+ RA)	Too expensive for passive shelf holding
Nevada (NV)	$75.00 Articles	**$500.00 / year** ($150 list + $350 state business license)	0.0%	$575.00+ (+ RA)	Poor unit economics ($500/yr burn)
New Jersey (NJ)	$125.00	**$500.00+ / year** minimum CBT tax + $75 annual report	6.5% - 11.5%	$700.00+	**AVOID** for shelf inventory
California (CA)	$100.00	**$800.00 / year** mandatory Franchise Tax Board minimum	8.84%	$900.00+	**AVOID** for shelf inventory

Wyoming dominates the aged corporation market for five specific reasons:

- **Rock-Bottom Cost ($102 Formation + $60/Year Annual Report):** You can form a Wyoming C-Corporation online via the Wyoming Secretary of State's **WyoBiz portal (`wyobiz.wyo.gov`)** in 10 minutes for **$102.00** ($100 statutory fee plus $2 convenience fee) and receive instant PDF Articles of Incorporation and a filing receipt.

- **Annual Report Based ONLY on Assets Located Inside Wyoming:** Wyoming's annual corporate license tax is the greater of **$60.00** or `$0.0002` per dollar of corporate assets *located and employed in the State of Wyoming*. Because a shelf corporation holds zero physical real estate or equipment inside Wyoming, the annual report fee is locked at the **$60.00 minimum** whether you authorize 1,000 shares or 100,000,000 shares! (Unlike Delaware, where authorizing high share counts without using the par-value method can accidentally trigger a $10,000+ franchise tax bill.)
- **0% State Corporate & Personal Income Tax:** Wyoming imposes zero state corporate income tax and zero personal income tax.
- **Instant Online Officer & Registered Agent Amendments:** On WyoBiz, updating the officers/directors or changing the Registered Agent at closing takes minutes online, and anyone (including your buyer's lender) can verify the updated Certificate of Good Standing immediately at zero cost.
- **High Buyer Demand Nationwide:** Credit coaches, funding brokers, and asset-protection attorneys actively tell their clients to buy **Wyoming** entities. You never have to convince a buyer why your entity is incorporated in Wyoming; they are already searching for "Aged Wyoming Corporation."

2.2 Path 1: Self-Forming on WyoBiz for $127 Day-1 ($187 at 12-Month Anniversary)

When you form your own inventory from scratch, your unit economics are unbeatable. Here is the exact line-by-line cost breakdown to form and hold a Wyoming C-Corp for 12 full months:

- **Wyoming SOS Online Articles of Incorporation (`wyobiz.wyo.gov`):** $102.00 (Day 1)
- **Commercial Registered Agent Service (Bulk / Multi-Entity Rate):** $25.00 to $35.00 / year (Day 1). Top Wyoming commercial registered agents (such as Registered Agents Inc., Wyoming Agents, or Buffalo Registered Agents) offer multi-entity volume pricing of $25 to $35 per year per entity, which includes a Sheridan or

Cheyenne commercial street address, statutory mail scanning, and one-click sub-account transfer when you sell the corporation.

- **Matching `.com` Domain Registration (Cloudflare Registrar at Wholesale Cost):** $10.44 to $12.00 / year (Day 1).
- **First Annual Report Fee (Due on the 1st day of the anniversary month in Month 12):** $60.00 + $2.00 online portal fee = $62.00.
- **Total 12-Month All-In Cost (Including Aged `.com` Domain): $199.44 to $201.00**.

How to Structure Shares on WyoBiz (The 100,000 No-Par Common Share Rule)

When filling out the online Articles of Incorporation on `wyobiz.wyo.gov`, beginners often ask how many shares to authorize. Use this exact institutional standard on every shelf C-Corp you form:

- **Class of Stock:** `Common`
- **Number of Authorized Shares:** `100,000` (One Hundred Thousand)
- **Par Value:** `$0.0000` (`No Par Value`)

Why 100,000 No-Par Common Shares?

- It looks institutional on Stock Certificate #1 and corporate resolutions (issuing 100,000 shares to the sole shareholder looks far more substantial than issuing "100 shares").
- If the buyer later brings in a business partner (for example, an 85% / 15% or 92.5% / 7.5% equity split), 100,000 shares divide into clean whole integers without fractional shares.
- Because Wyoming calculates its $60 annual report fee on *assets located in Wyoming* rather than authorized share count, 100,000 no-par shares never increases your annual state tax by a single penny.

2.3 Path 2: Buying Wholesale Aged Entities ($645 to $995) for 14-to-30-Day Fast Flips

Waiting 12 months for your first self-formed cohort to mature requires patience. What if you want to generate your first **$1,000 to $1,500 flip profit within the next 30 days** while your self-formed pipeline ages in the background?

You use **Wholesale Shelf Arbitrage**:

- Purchase a bare, unbundled 8-to-14-month-old Wyoming C-Corp from a legitimate wholesale incorporator (such as Wyoming Corporate Services at `wyomingcompany.com`, or private batch liquidations from retiring corporate service providers) for **$645 to $995**.
- Verify before purchase that the entity has **no prior EIN**, **no prior bank accounts**, **unbroken Active Good Standing**, and a **clean, broad corporate name**.
- Spend **$12.00** and one afternoon of work to add the **Track A Bank-Ready Digital Infrastructure Package** (registering the matching `.com` domain, deploying the 6-page corporate website on Netlify, setting up `@companydomain.com` email, and generating the Corporate Identity Kit and digital corporate binder).
- List and sell the upgraded package as a **"Turnkey Bank-Ready 1-Year Wyoming C-Corp"** for **$1,995 to $2,495**, netting **$1,000 to $1,500 per flip**.

2.4 The Prestige Corporate Naming Formula & 4-Point Name Screening Protocol

The name of a shelf corporation determines 50% of its sell-through speed. If you name a corporation *"Bob's Taco & Tire Repair, Inc.,"* only someone opening a taco and tire shop can buy it without filing an Articles of Amendment name change. Conversely, if you name a corporation **"Northcrest Holding Group, Inc."** or **"Vanguard Peak Partners, Inc.,"** a real estate investor, an e-commerce operator, a management consultant, a fleet logistics owner, or a general contractor can buy and use it immediately without changing a single letter.

The 2-Word + Suffix Prestige Naming Formula

Combine one **Column A (Prestige Prefix)** + one **Column B (Institutional Core)** + one **Column C (Corporate Suffix)**:

Column A: Prestige Prefix	Column B: Institutional Core	Column C: Corporate Suffix
Northcrest	Holding Group	Inc. (", Inc.")
Vanguard Peak	Ventures	Inc. (", Inc.")
Ironwood	Partners	Corp. (", Corp.")
Summit Ridge	Enterprises	Inc. (", Inc.")
Meridian Crest	Holdings	Corp. (", Corp.")
Sterling Oak	Management	Inc. (", Inc.")
Harborview	Logistics Group	Inc. (", Inc.")
Crestline	Commercial Group	Corp. (", Corp.")
Atlas Point	Resource Group	Inc. (", Inc.")
Redwood Beacon	Solutions	Inc. (", Inc.")

Words You Must NEVER Put in a Shelf Corporation Name

Automated bank compliance systems (Chase, Mercury, Relay, Bank of America, Wells Fargo) automatically flag or reject applications from entities whose legal names contain restricted or high-risk industry words:

- **Statutorily Restricted Words (Require State Banking/Insurance Commissioner Approval):** *Bank, Bancorp, Trust, Trustee, Insurance, Assurance, Surety, Credit Union, Fiduciary, University, Engineering.*
- **High-Risk Bank Underwriting Words (Trigger Instant FinCEN/EDD Rejections):** *Credit, Funding, Capital Lending, Crypto, Blockchain, Coin, Forex, Cannabis, Tactical, Firearms, Adult, Casino, Bail Bonds, Check Cashing, Pawn.*

Keep every name neutral, prestigious, and broad: *Holdings, Ventures, Group, Partners, Enterprises, Management, Solutions, Logistics.*

The Mandatory 4-Step Pre-Filing Name Screen (10 Minutes Per Name)

Before spending $102 on WyoBiz, run every candidate name through four free checks (and record the results on **Template 1 in Appendix A**):

- **WyoBiz Name Availability Search (`wyobiz.wyo.gov`):** Confirm no active or recently dissolved Wyoming entity uses the same or deceptively similar root words.

- **Exact-Match `.com` Domain Availability:** Check Cloudflare Registrar or Namecheap to verify that `exactcompanyname.com` (for example, `northcrestholdinggroup.com` or `northcrestholdings.com`) is available for standard registration ($10.44 to $12.00/yr), not listed as a $2,500 premium aftermarket domain. **Register the `.com` domain on the exact same day you file the Articles of Incorporation.**
- **USPTO Trademark Search (`tmsearch.uspto.gov`):** Run a quick basic word mark search to ensure your two-word combination does not infringe an active, famous registered federal trademark in general business management (Nice Class 35 or Class 36).
- **OpenCorporates & Google Clean-History Check (`opencorporates.com`):** Search the exact phrase in quotes on Google and OpenCorporates to verify that no notorious defunct company, SEC enforcement action, or scam operation in another state ever used that exact name. That way, when your buyer's bank runs a LexisNexis background search on the company name, the search comes back 100% clean and points directly to your live corporate website.

CHAPTER 3: The Build-Up Phase Step by Step (Track A Bank-Ready vs. Track B 80-Paydex Seasoned)

Once you have formed a new Wyoming C-Corporation (or acquired a wholesale aged entity), you do not simply leave it as a bare Secretary of State filing. Bare paper filings compete in a commoditized race to the bottom. Instead, you upgrade the corporation along one of two structured tracks:

- **Track A: The ~$12 "Bank-Ready Digital & Governance Bundle"** (Lowest risk, zero tax filings during aging, 89% to 91% gross margin, sells for **$1,995 to $2,495** at 12 months).
- **Track B: The 90-Day "80-Paydex Credit-Seasoned Build"** (Active EIN + D&B DUNS + 4 to 5 Tier-1 Net-30 vendor tradelines paid 10 to 15 days early, sells for **$3,500 to $4,500+** at 12 to 24 months).

Below is the exact operational blueprint for both tracks.

3.1 Track A: Building the "Bank-Ready Digital & Governance Bundle" (~$12 Cost)

Modern commercial banks, fintech business accounts (Mercury, Relay, Novo, Brex, Slash), and commercial credit underwriters use automated web-presence and identity verification tools. When a buyer applies for banking or vendor credit, the algorithm checks whether the corporation looks like a real, established enterprise or a hollow shell.

Here are the **6 deliverables** you assemble for every Track A entity:

Deliverable 1: Unbroken Secretary of State Good Standing & Certified Filing Packet

- Maintain the Wyoming Commercial Registered Agent continuously ($25 to $35/yr).
- Pay the $60 Wyoming Annual Report on the 1st day of the anniversary month so the entity never enters "Delinquent" status for even 24 hours.
- Download fresh PDF copies of:

- Original stamped **Articles of Incorporation**
- Initial and current **Annual Report Receipts**
- Fresh **Certificate of Good Standing** from `wyobiz.wyo.gov` (verifiable via its online verification code)

Deliverable 2: Aged Matching `.com` Domain (Registered on Day 1)

- Register the exact-match `.com` domain on Cloudflare Registrar ($10.44/yr) or Namecheap (~$12/yr) on the **same day** you form the corporation.
- Why this matters: Bank fraud-detection APIs query the ICANN WHOIS creation date (`Creation Date`) of the applicant's domain name. When a 12-month-old corporation applies for a bank line with a `.com` domain whose WHOIS creation timestamp is also 12 months old, it passes digital age verification with flying colors.
- Keep the domain in its own clean Cloudflare account or ready for an instant registrar push / EPP transfer code handoff to the buyer at closing.

Deliverable 3: Live 6-Page SSL Corporate Website ($0 Hosting on Netlify)

Do not leave the domain parked on a "Coming Soon" or registrar parking page! Parked domains trigger an automatic high-risk flag in Middesk and LexisNexis underwriting scans. Instead, deploy a clean, fast, responsive **6-page static HTML/CSS corporate website** hosted for **$0.00/month** on Netlify or Cloudflare Pages with automatic Let's Encrypt HTTPS/SSL enabled:

- **Home Page (`/index.html`):** Executive hero section featuring the full legal corporate name (including `, Inc.` or `, Corp.`), value proposition (management consulting, strategic holdings, commercial logistics, or enterprise operations), core service pillars, and footer displaying the exact Wyoming registered address and business phone number.
- **About Us (`/about.html`):** Corporate mission, governance standards, commitment to operational excellence, and corporate history referencing the year of incorporation.

- **Services & Solutions (`/services.html`):** Three to four broad B2B service descriptions (Strategic Advisory, Supply Chain & Asset Management, Commercial Project Administration, Holding Company Operations) that fit almost any buyer's NAICS/SIC code, and can be customized in 5 minutes at closing if the buyer operates in a specialized niche.
- **Leadership & Governance (`/leadership.html`):** Clean corporate governance overview ready to slot in the buyer's executive bio and title upon closing.
- **Contact Page (`/contact.html`):** Working contact form, official corporate address, business hours (Monday to Friday, 9:00 AM to 5:00 PM), and clickable `info@companydomain.com` email address.
- **Legal Privacy Policy & Terms of Service (`/privacy.html` & `/terms.html`):** Required by Stripe, Square, Intuit QuickBooks Payments, and carrier A2P 10DLC SMS compliance reviewers.

Deliverable 4: Custom `@companydomain.com` Business Email With SPF, DKIM & DMARC

Never let a buyer apply for a bank account or D&B number using `companyname@gmail.com`. Configure three standard aliases on the custom domain (`info@`, `admin@`, and `executive@companydomain.com`) using Zoho Mail's Forever-Free tier (up to 5 users free on a custom domain) or Cloudflare Email Routing:

- Verify the **MX records** so inbound compliance verification emails arrive instantaneously.
- Configure **SPF (`v=spf1 ... -all`)**, **DKIM**, and **DMARC (`v=DMARC1; p=quarantine;`)** TXT records in DNS so outbound emails from the domain achieve a 10/10 deliverability score and pass bank email-domain verification.

Deliverable 5: Corporate Identity Kit (Logo, Letterhead, Business Card & Seal)

Using Canva Pro or vector templates, generate a cohesive executive visual identity for the corporation:

- High-resolution transparent PNG and SVG **Corporate Logo** (navy, gold, slate, or forest green institutional styling).
- Printable and digital **Corporate Letterhead** (Word `.docx` and Google Docs ready) displaying the company logo, full legal name, address, phone, email, and website URL in the header. Banks and Net-30 vendors frequently ask for a utility bill or signed corporate resolution on official company letterhead.
- Executive **Business Card Template** ready for the buyer's name.

Deliverable 6: The Complete Digital Corporate Binder (Governance Book)

Assemble a clean, indexed PDF and editable Word packet containing:

- **Corporate Bylaws** (20-page standard Wyoming C-Corporation Bylaws governing shareholder meetings, board of directors powers, officer duties, stock transfers, and indemnification).
- **Initial Organizational Minutes of the Board of Directors** (adopting the Bylaws, approving the form of Stock Certificate, authorizing 100,000 Common Shares at no par value).
- **Stock Ledger & Stock Transfer Registry** (recording original Stock Certificate #1 and ready to record the transfer to Stock Certificate #2 at closing).
- **High-Resolution Printable Stock Certificate Template** (with corporate seal border, certificate number, share count, and signature lines for President and Secretary).
- **Clean-Entity & Zero-Debt Affidavit** (certifying in writing that the corporation has never obtained an EIN, never opened a bank account, never signed a contract or lease, and has zero liabilities, taxes, or liens).

3.2 Track B: The 90-Day "80-Paydex Credit-Seasoned Build" ($3,500 to $4,500+ Tier)

While Track A should make up **75% to 80% of your inventory** because it requires zero tax returns and zero ongoing bookkeeping, taking **1 or 2 flagship corporations**

per cohort through **Track B** allows you to offer high-ticket **"80-Paydex Credit-Seasoned Corporations"** that sell for **$3,500 to $4,500+** at 12 to 24 months of age.

Here is how a Dun & Bradstreet (D&B) **Paydex Score** works and why buyers pay an extra $1,500 to $2,000 for it:

- The D&B Paydex score ranges from **1 to 100** and measures how promptly a business pays its commercial suppliers compared to agreed invoice terms.
- Unlike personal FICO scores (which take years to build), a business Paydex score is calculated purely from **reported commercial trade experiences**:
- Paying on the exact due date (Net-30 paid on Day 30) = **Paydex 80**.
- Paying 10 to 20 days *before* the due date (Net-30 paid on Day 10 to Day 20) = **Paydex 85 to 90**.
- Paying 15 to 30 days late = Paydex drops to 50 to 70.
- D&B requires a minimum of **3 reporting trade references** (and ideally **4 to 5 reporting tradelines**) on file before its system generates an official Paydex score.

Step-by-Step 90-Day Execution Plan for Track B

Step 1: Obtain the IRS EIN Online (`irs.gov` , $0, 5 Minutes)

- Apply online at the official IRS EIN assistant between 7:00 AM and 10:00 PM Eastern Time, Monday through Friday.
- Select **Corporation → C-Corporation**, enter the exact Wyoming corporate name and formation date, and save the **CP 575 EIN Confirmation Letter PDF** immediately.
- *Critical Compliance Reminder:* The moment you generate this EIN, put the corporation on your annual CPA calendar to file **IRS Form 1120** by April 15 each year while you own it, and file **IRS Form 8822-B** at closing when you sell it!

Step 2: Establish Dedicated Business Phone, Commercial Address & Free D&B DUNS Number

- Before applying for a DUNS number or any Net-30 vendor account, ensure the corporation's **Name, Address, and Phone Number (NAP)** are 100% identical everywhere.
- Set up a dedicated local or toll-free VoIP business phone number ($5 to $15/mo via OpenPhone/Quo, RingCentral, or Grasshopper) with a professional automated greeting: *"Thank you for calling [Company Name, Inc.]. For general inquiries, press 1..."*
- Request your free **D-U-N-S Number** directly at `dnb.com/duns-number.html` (never pay D&B's upsell sales reps $500+ for "CreditBuilder"; standard DUNS issuance is $0 and takes 7 to 14 business days).
- Select a clean, low-risk **NAICS / SIC code** such as `541611` (*Administrative Management and General Management Consulting Services*).

Step 3: Open a Temporary Operating Bank Account for Vendor Invoices

- Open a no-fee business checking account (such as Mercury, Relay, or a local community bank) in the corporation's name, deposit **$400 to $500** of seed working capital, and use this account exclusively to pay your Tier-1 Net-30 vendor invoices via ACH.
- *Important:* You will **close this temporary bank account prior to transferring the corporation to the buyer** so your personal SSN/KYC never stays attached to a bank account controlled by someone else.

Step 4: Open 4 to 5 Real Tier-1 Net-30 Vendor Accounts & Pay 12 Days Early

Open accounts with **four to five legitimate commercial suppliers** that report monthly payment data to **Dun & Bradstreet** and/or **Experian Business**:

Tier-1 Vendor	Reports To	Annual Membership / Setup Fee	Minimum Purchase for Reporting	Recommended Order & Early Payment Strategy

1. Uline (`uline.com`)	**D&B & Experian**	$0.00	~$55 - $75 + shipping	Order shipping boxes, mailers, or bubble wrap. Choose Net-30 terms (or apply via credit department). Pay invoice on **Day 10** after invoice date.
2. Quill (`quill.com`)	**D&B**	$0.00	$50.00+ invoice	Order copy paper, ink, or envelopes on Net-30 terms. Pay invoice on **Day 10** after invoice date.
3. Grainger (`grainger.com`)	**D&B**	$0.00	$60.00+ invoice	Order safety equipment, flashlights, or facility supplies on Net-30 terms. Pay invoice on **Day 12**.
4. CEO Creative (`theceocreative.com`)	**D&B & Equifax**	~$79/yr membership	$50.00+ order	Order desk supplies or branded electronics on Net-30. Reports consistently on the 1st of the following month.
5. Crown Office Supplies (`crownofficesupplies.com`)	**D&B, Experian & Equifax**	~$99/yr membership	$40.00+ order	Reports both the annual membership fee and the product purchase across all three major commercial bureaus.

Step 5: Verify the 80+ Paydex Score & Experian Intelliscore

- Place one small order ($50 to $75) per vendor in Month 1 and a second small cycle in Month 2, paying every single invoice **10 to 15 days before the Net-30 due date**.
- By Day 75 to Day 90, three to five tradelines will post to the D&B file, triggering a verified **Paydex Score of 80 to 85** and an active **Experian Business Intelliscore Plus** profile.
- Capture dated PDF verification reports from Nav or D&B showing the 80+ Paydex score, zero derogatory marks, and active reporting tradelines to include in the buyer's due diligence packet.

CHAPTER 4: Pricing Tiers, Unit Economics & Buyer Acquisition Channels

4.1 The October 2026 Aged Corporation Pricing Matrix

To price your inventory accurately, you need to know what retail buyers and funding brokers actually pay in today's market across every age bracket and build tier:

Entity Age Bracket	Bare Paper Entity (Wholesale / Unbundled)	Track A: Turnkey Bank-Ready Bundle (Aged `.com` + 6-Page Site + Email + Binder)	Track B: 80-Paydex Credit-Seasoned + Turnkey Bundle (4-5 Tradelines Reporting)	Primary Buyer Use Case
6 to 11 Months	$645 - $895	**$1,495 - $1,895**	$2,495 - $2,995	Impatient founders, starter vendor credit, fast merchant onboarding
12 to 23 Months (1-Yr Tier)	$995 - $1,500	**$1,995 - $2,495**	**$3,500 - $4,500**	#1 volume tier: business credit lines, fleet cards, 3PL/warehouse leases
24 to 35 Months (2-Yr Tier)	$1,650 - $2,250	**$2,650 - $3,495**	**$4,500 - $5,995**	SBA working capital benchmark, conventional bank lines, DSCR real estate
36 to 59 Months (3-4 Yr Tier)	$2,250 - $3,200	**$3,500 - $4,995**	**$5,995 - $7,500**	Municipal/state procurement RFPs, heavy equipment leasing
60+ Months (5-Yr Tier)	$3,500 - $4,800	**$5,500 - $6,995**	**$7,500 - $9,500+**	Institutional credit facilities, bonding, large government contracts
10+ Years Old	$6,000 - $9,500	**$8,500 - $12,000+**	**$11,500 - $15,000+**	High-limit corporate facilities, premier enterprise vendor portals

4.2 Complete Unit Economics Across All 3 Operating Models

Look at your exact per-unit profit across the three ways you can run this business:

Model 1: The 30-Day Wholesale Fast-Flip (Immediate Cash Flow)

- **Acquisition Cost:** $795.00 (8-to-12-month clean Wyoming C-Corp bought wholesale)
- **Track A Digital Build Cost:** $12.00 (`.com` domain + $0 Netlify 6-page site + $0 Zoho email + Canva Identity Kit)
- **Total All-In Cost: $807.00**
- **Retail Sale Price (Tier 2 Turnkey Bank-Ready): $1,995.00 to $2,495.00**

- **Net Profit Per Flip: $1,188.00 to $1,688.00** (59% to 68% Net Margin in 14 to 30 days)

Model 2: The 12-Month Self-Formed Track A Pipeline (Highest ROI & Zero Tax Filings)

- **Day-1 Formation + RA + `.com` Domain:** $139.00 ($102 WyoBiz + $25 bulk RA + $12 `.com` domain)
- **Month-12 First Annual Report Fee:** $62.00 ($60 statutory fee + $2 portal fee)
- **Total 12-Month All-In Cost: $201.00**
- **Retail Sale Price at Month 12 (Turnkey Bank-Ready): $1,995.00 to $2,495.00**
- **Net Profit Per Entity: $1,794.00 to $2,294.00** (**89.9% to 91.9% Gross Margin**, over **9x to 11x return on invested capital**)

Model 3: The Track B 80-Paydex Credit-Seasoned Flagship Flip

- **Base 12-Month Self-Formed Entity Cost:** $201.00
- **90-Day Vendor Build Cost:** ~$413.00 ($178 in annual vendor memberships + ~$205 in small office/shipping supply orders across 4 vendors + $30 for 3 months of dedicated VoIP phone line)
- **Total All-In Cost: $614.00**
- **Retail Sale Price (Tier 3 Credit-Seasoned 80-Paydex Bundle): $3,500.00 to $4,500.00**
- **Net Profit Per Entity: $2,886.00 to $3,886.00** (**82% to 86% Gross Margin**)

4.3 The Two Best Buyer Acquisition Channels (Direct Storefront vs. 20% Broker Partners)

You do not need expensive cold Facebook or Google ads to sell 2 to 5 aged corporations per month. In fact, paid ad platforms frequently restrict ads that mention "credit" or "financial services." Instead, the most profitable dealers use two high-intent channels:

Channel 1: The B2B Partner & Broker Network (65% of Sales - Zero Ad Spend)

Who talks to 20 entrepreneurs every single week who just got declined for a loan or lease because their LLC is only 3 months old?

- **Business Credit Coaches & Funding Consultants**
- **Commercial Equipment Leasing Brokers** (trucking, medical equipment, yellow-iron construction equipment)
- **Small Business CPAs, Enrolled Agents & Fractional CFOs**
- **Commercial Real Estate & 3PL Warehouse Leasing Brokers**

When you reach out to these professionals and give them a live **Wholesale Inventory Sheet** updated every Monday morning, along with a **20% referral commission ($350 to $500 per closed entity paid the same day their client wires funds)**, you solve their biggest headache:

- Instead of losing their client for 12 months while a new entity ages, the funding broker or leasing agent refers their client to your Turnkey 1-to-2-Year Wyoming C-Corp.
- The client gets a clean, bank-ready corporation with a live website and aged domain within 24 hours.
- You net $1,600 to $3,600 after paying the broker's 20% referral fee, and the broker immediately earns their funding or leasing fee on the back end.

Channel 2: Direct Inventory Storefront & Organic Search (35% of Sales)

Publish a clean, transparent **"Available Aged Wyoming Corporations"** inventory table showing:

- Partial or masked corporate name (for example, `Northcrest H•••••• Group, Inc.` - never publish the full unmasked name and filing number publicly on an open webpage, or unscrupulous scrapers may try to claim the name on directories before your buyer buys it; reveal the exact name only during a verified buyer consultation).
- Exact Incorporation Month & Year (e.g., `October 2025 - 12 Months Seasoned`).
- State (`Wyoming C-Corporation - Active Good Standing`).

- Included Assets (`Matching Aged .com Domain + 6-Page Live Corporate Website + @company.com Email + Corporate Binder`).
- Clean Status (`No Prior EIN / 100% Virgin History` or `80 D&B Paydex Verified`).
- Clear Buy-Now / Reserve Price (`$1,995` or `$3,850`).

CHAPTER 5: Legal, Tax & Banking Compliance You Must Handle

Selling aged corporations is 100% legal when executed as a private, full-ownership stock transfer of a clean entity with honest disclosures. However, amateurs who cut corners on tax filings, bank accounts, or officer resignations walk straight into expensive legal and IRS traps. Master the five compliance rules below before you form or sell a single corporation.

5.1 Rule #1: The IRS Form 1120 Trap ($220+/Month Penalty) & Why Track A Stays EIN-Free

Here is the #1 tax mistake that bankrupts amateur shelf-corporation builders:

Under **Internal Revenue Code Section 6012(a)(2)** and Treasury Regulations, **every domestic C-Corporation in existence during any portion of a taxable year that has obtained an EIN / is registered with the IRS is required to file an annual federal corporate income tax return (IRS Form 1120), regardless of whether it has any taxable income or $0.00 in gross receipts.**

If you form 10 Wyoming C-Corporations today, immediately obtain 10 IRS EINs for all of them "just to have them ready," and then let them sit on a shelf with $0 revenue without filing 10 Form 1120 corporate tax returns by April 15:

- The IRS assesses failure-to-file penalties and can flag the EINs as delinquent.
- Even worse, if you sell one of those corporations to a buyer without having filed the prior year's Form 1120, your buyer inherits an unfiled IRS return compliance mess.

How You Avoid the Form 1120 Trap Completely:

- **For Track A Inventory (80% of Your Portfolio): DO NOT Obtain an EIN During the Aging Period.**
- Leave Track A corporations as pure state-registered Wyoming C-Corporations with **no EIN**.

- At closing, once the buyer signs the Stock Purchase Agreement and becomes the 100% Shareholder, Director, and President, **the buyer obtains a brand-new IRS EIN online at `irs.gov` in 5 minutes under their own name and SSN as the IRS Responsible Party.**
- *Important Truth-in-Advertising Rule:* Notice what happens when the buyer pulls a fresh EIN at closing: the corporation's **Secretary of State incorporation date** is 12 to 24 months seasoned, and its **matching `.com` domain** is 12 to 24 months seasoned, while its **EIN issuance letter** has the current closing date. Because most commercial lenders, D&B, Experian Business, and state procurement portals measure "Time in Business" from the **Secretary of State Incorporation Date** (not the day the tax ID was requested), Track A buyers still get full credit for the corporation's age while enjoying a 100% virgin tax ID that has zero prior IRS filing history! Always disclose this distinction clearly to your buyers.
- **For Track B Inventory (20% of Your Portfolio): File a Simple $0-Revenue Form 1120 Annually & File Form 8822-B at Closing.**
- Because Track B entities require an EIN on Day 1 to open a D&B file and Net-30 vendor accounts, you **must** file an annual Form 1120 (reporting $0 gross receipts and your ~$400 of organizational/office supply startup expenses) for any tax year in which you hold the Track B entity.
- At closing, require the buyer to counter-sign **IRS Form 8822-B (`Change of Address or Responsible Party - Business`)**, which must be mailed to the IRS within **60 days** of the ownership change so the IRS removes your name/SSN as the Responsible Party and records the buyer's name and SSN.

5.2 Rule #2: FinCEN, USA PATRIOT Act & Why You NEVER Sell a "Pre-Opened Bank Account"

If you browse shady corners of the internet, you will occasionally see operators advertising *"Aged Shelf Corp With Active Chase Bank Account & Debit Card Included!"*

Never, under any circumstances, buy or sell a corporation with an open commercial bank account remaining under the seller's KYC profile.

Here is why:

- Under the **USA PATRIOT Act (Section 326)** and the **FinCEN Customer Due Diligence (CDD) Final Rule (31 CFR 1010.230)**, every US financial institution must verify the identity (name, date of birth, residential address, and SSN/TIN) of every individual who owns **25% or more** of the equity interests of a legal entity customer, as well as the individual with significant responsibility to control or manage the entity.
- When you open a business bank account, **your personal SSN and FinCEN Beneficial Ownership certification** are bound to that account.
- If you hand a debit card and online banking login to a stranger who bought your corporation, without the bank running KYC on the new owner or removing your SSN, you are violating your depository agreement and exposing yourself to federal **bank fraud (18 U.S.C. 1344)**, **money laundering**, and personal tax/chargeback liability for every dollar that flows through that account.

The Legal, Compliant Way to Handle Banking:

- **On Track A Entities:** Never open a bank account while aging the corporation. Instead, deliver the corporation **"Bank-Ready"** (active Wyoming Good Standing + aged `.com` domain + live 6-page website + custom `@company.com` email + Corporate Binder + Board Banking Resolution). With those documents in hand, the buyer walks into Chase, Bank of America, Wells Fargo, or applies online at Mercury/Relay under their own SSN and opens their own compliant business checking account on Day 1.
- **On Track B Entities:** Open a temporary business checking account solely to pay your 4 to 5 Net-30 vendor invoices during the 90-day Paydex build. Once all vendor invoices are paid to $0.00 and the 80+ Paydex score has posted, **close the temporary bank account completely (obtaining a $0 balance account closure**

confirmation letter) *before* signing over the stock to the buyer. The buyer then opens their own fresh commercial bank account under their own KYC after closing.

5.3 Rule #3: Corporate Transparency Act (CTA) / FinCEN BOI Status in 2026

In March 2025, FinCEN issued an Interim Final Rule exempting domestic US-formed entities (and US persons) from routine Beneficial Ownership Information (BOI) reporting requirements while preserving requirements for foreign reporting companies. However:

- Commercial banks **still** enforce FinCEN's **Customer Due Diligence (CDD) Rule** at account opening (collecting 25%+ beneficial owner KYC directly at the bank).
- If you sell an entity to a foreign buyer or if federal/state BOI rules are updated by statute or court order, ensure your closing checklist includes updating any applicable beneficial ownership filings within 30 days of closing.

5.4 Rule #4: Zero Nominee Officer Retention & Immediate WyoBiz Record Update

Some overseas incorporation outfits offer to remain listed on the Secretary of State registry as a "Nominee President or Director" after selling a corporation. **Never act as a nominee officer or director for a third-party buyer.**

- If a buyer uses the corporation to sign a lease, incur debt, or get sued, plaintiffs and process servers look directly at the officers and directors listed on the Wyoming Secretary of State registry.
- At every closing, execute a formal **Resignation of Initial Incorporator, Officer, and Director** effective at the exact minute of closing, have the buyer sign the **Acceptance of Election as Sole Director, President, Secretary, and Treasurer**, and **file the officer/director update online at `wyobiz.wyo.gov` before releasing the final digital handover credentials** so the public state record immediately reflects the buyer's name.

5.5 Rule #5: The *Landreth Timber* Securities Doctrine (Always Sell 100% of Stock to 1 Active Operator)

In *Landreth Timber Co. v. Landreth*, 471 U.S. 681 (1985), the US Supreme Court held that corporate stock retains the characteristics of a "security" under federal law even when 100% of the stock of a closely held business is sold, meaning federal anti-fraud disclosure rules apply to stock sales. Furthermore, selling fractional shares or passive investment interests in an entity triggers SEC and state Blue Sky registration requirements.

To keep every transaction clean and compliant:

- **Always sell 100% of the issued and outstanding shares (all 100,000 Common Shares) to a single buyer (or a single pre-existing husband/wife or partner team) who is acquiring the corporation to actively manage and operate their own business.**
- **Never sell fractional shares (e.g., 10% or 25% stakes) and never promise passive investment returns.**
- **Include Explicit Buyer Representations & Indemnification in Your Stock Purchase Agreement:** Have a licensed business attorney review your standard Stock Purchase Agreement so the buyer explicitly represents in writing that:
- They are acquiring 100% control of the corporation solely for their own active commercial operations and not as a passive investment security;
- They have inspected the public Secretary of State record and Clean-Entity Warranty; and
- They fully indemnify and hold harmless the Seller for all corporate acts, debts, taxes, contracts, and liabilities occurring after the Closing Timestamp.

CHAPTER 6: Red Flags, Scams to Avoid & Risk Protection

Whether you are buying wholesale aged entities to flip or educating your buyers on why your inventory is safer than competing offers, you must know the five major landmines in the aged corporation industry.

6.1 Red Flag #1: Fake "In-House" Tradelines & Credit-Mill Bureaus

Many unethical "credit-seasoned shelf corp" sellers advertise corporations with "$50,000 in existing tradelines!" When you inspect the file, you discover that the seller owns three shell LLCs in Florida and simply had their own shell LLCs report fake $25,000 credit lines to a tiny startup bureau or to D&B.

- **Why It Backfires Catastrophically:** D&B's fraud-compliance unit routinely audits self-reported and circular trade references. When D&B detects inter-company or sham trade reporting, they slap a **High-Risk Fraud Alert / Severe Investigation Flag** on the DUNS file, permanently destroying the corporation's creditworthiness.
- **Your Rule:** Never use circular, in-house, or fake trade references. In Track B, use only recognizable national commercial suppliers (**Uline, Quill, Grainger, Crown Office Supplies, CEO Creative**) backed by real invoices and real ACH bank clearing records.

6.2 Red Flag #2: Buying "Recycled" Operating Businesses Disguised as Shelf Corporations

What is the difference between a true **Shelf Corporation** and a **Previously Operated Business**?

- A true **Shelf Corporation** was formed for the purpose of aging cleanly on the shelf, has never signed a customer contract, never hired an employee, never leased real estate, and has zero contingent liabilities.
- A **Previously Operated Business** is a company that someone actually ran for 3 years (for example, a trucking company or construction sub) and is now trying to dump on Craigslist or a broker site as an "aged corp."

- **The Hidden Danger:** Under corporate law, when you buy the **stock** of a corporation (rather than buying specific assets), **the corporation retains all of its historical liabilities** - including unfiled payroll taxes (IRS Form 941 trust fund penalties), unpaid state sales taxes, pending slip-and-fall or contract lawsuits whose statute of limitations hasn't expired, and hidden UCC-1 blanket liens!
- **Your Due Diligence Rule When Buying Wholesale or Distressed Entities:**
- Run a **Wyoming (and national) UCC-1 Financing Statement Search** on the corporate name to verify zero active or terminated equipment/SBA liens.
- Run a **PACER Federal Court Search** (`pacer.uscourts.gov`) and state civil docket search to confirm zero past or pending litigation.
- Require a signed, notarized **Affidavit of Non-Operation & Zero Liabilities** from the wholesale seller, and verify that no prior EIN was ever issued (or, if an EIN exists, obtain an **IRS Tax Compliance Transcript** showing $0 balance and all Form 1120 returns filed).

6.3 Red Flag #3: Virtual Office / Prison Address Blacklists

Underwriters at Chase, American Express, Capital One, Mercury, and Relay maintain automated blacklists of over 15,000 overused "virtual office" and CMRA (Commercial Mail Receiving Agency, such as UPS Store mailboxes) addresses.

- **How to Protect Your Inventory & Buyers:**
- Use a legitimate **Wyoming Commercial Registered Agent address** purely as the statutory Registered Agent address (and initial corporate mailing office during dormant shelf holding).
- Instruct the buyer at closing that when they apply for their commercial bank account under FinCEN KYC rules, they must list the **Principal Physical Operating Address** where they actually conduct business (their real commercial office, warehouse, or home office street address - banks accept a real residential street address for the physical operating address of a closely held corporation far more readily than a flagged UPS Store box!).

6.4 Red Flag #4: Restricted Industry Words & Merchant Processing Blacklists

As covered in Chapter 2, never form or acquire an entity whose name contains words like *Credit, Funding, Capital, Financial, Investment, Trust, Crypto, Coin, Wealth, or Lending*. Even if the Wyoming Secretary of State allows the word "Capital" or "Funding" in a filing, Stripe, Square, PayPal, and major business banks classify those entities as **Unlicensed Money Services Businesses (MSBs) or High-Risk Financial Institutions**, resulting in instant account closure.

6.5 Red Flag #5: Buyer Anti-Money-Laundering (AML) Screening at Closing

As a reputable seller of turnkey corporate packages, you should protect your business by screening your buyers before transferring stock:

- Require a **government-issued photo ID (Driver's License or Passport)** and current residential address from every buyer to populate the Stock Purchase Agreement and WyoBiz Officer/Director Amendment.
- Run the buyer's name against the free **US Treasury OFAC Sanctions List Search (** `sanctionssearch.ofac.treas.gov` **)** in 30 seconds to verify they are not a sanctioned individual.
- Accept payment only via traceable **Bank Wire, ACH Transfer, or Verified Business Checkout -** never accept anonymous cryptocurrency or third-party wires from unrelated names.
- Refuse any buyer who asks you to stay on the corporation as a nominee signer or asks you to open a bank account under your SSN for them.

CHAPTER 7: Real 30-Day Fast-Flip & 12-Month Pipeline Timelines

Before we dive into the **6 Full-Number Wyoming C-Corp Case Studies in Part II**, here are the two master operational calendars you can follow to run either a **30-Day Wholesale Fast-Flip** or a **12-Month Self-Formed Rolling Pipeline**.

7.1 The 30-Day Wholesale Fast-Flip Calendar ($807 In → $1,995 to $2,495 Out)

Use this calendar when you want to close your first sale within 30 days without waiting a year for new filings to age:

Days	Action Step	Cost	Output / Deliverable
Day 1 - 2	Source and purchase one 8-to-12-month-old clean Wyoming C-Corp (no prior EIN, Active Good Standing, broad neutral name) from a wholesale provider.	$795.00	Stamped Articles of Incorporation, Certificate of Good Standing, & wholesale transfer receipt.
Day 3	Register the matching `.com` domain on Cloudflare Registrar and configure Zoho Mail / Cloudflare Email Routing (`info@` , `admin@` , `executive@`) with SPF, DKIM, and DMARC.	$12.00	Live `.com` domain + verified `@company.com` business email.
Day 4 - 5	Deploy the 6-page SSL Corporate Website (`Home, About, Services, Leadership, Contact, Privacy/Terms`) on Netlify free tier and attach the custom `.com` domain.	$0.00	Live `https://www.companydomain.com` corporate site passing SSL & Middesk checks.
Day 6 - 7	Generate the Canva Corporate Identity Kit (Logo, Letterhead, Business Card) and assemble the Digital Corporate Binder (Bylaws, Initial Minutes, Stock Ledger, Stock Certificate #1, Clean-Entity Warranty).	$0.00	Complete Turnkey Bank-Ready Package ready for buyer inspection.
Day 8 - 14	Send your 1-Page Partner Inventory Sheet to 25 Business Credit Coaches, Equipment Leasing Brokers, and Small Business CPAs (offering a 20% / $400 referral fee) and list the masked entity on your storefront.	$0.00	Inbound buyer inquiries and broker referrals.
Day 15 - 25	Conduct 15-minute buyer verification call, collect buyer photo ID & wire/ACH payment ($1,995 - $2,495), execute the 7-Document Closing Packet, update WyoBiz officer/director record, and push domain/website credentials.	$0.00	**$1,188 to $1,688 Net Profit Closed.**

7.2 The 12-Month Self-Formed Rolling Pipeline Calendar ($201 Build → $1,995 to $4,500 Exit)

Once you close your first fast-flip, reinvest a portion of the profit into forming **3 to 5 new Wyoming C-Corps every quarter** so that 12 months from now, you have a perpetual factory of high-margin aged corporations maturing every single month:

Milestone	Action Step	Per-Entity Cost	Cumulative Spend
Month 0, Day 1	Screen 5 prestige names using the 4-Step Protocol (WyoBiz, `.com` domain, USPTO, OpenCorporates). File Articles of Incorporation on `wyobiz.wyo.gov` (`100,000 Common Shares, $0.0000 No Par Value`) using a bulk Commercial Registered Agent. Register matching `.com` domain on Day 1.	$102.00 filing + $25.00 RA + $12.00 domain = **$139.00**	$139.00
Month 1	Deploy the 6-page static corporate website on Netlify ($0) so Google indexes the domain and the Internet Archive (`web.archive.org`) records a 12-month-old live website alongside the 12-month-old corporation and domain. Draft the initial Corporate Binder.	**$0.00**	$139.00
Months 2 - 8	**Passive Shelf Aging Window:** Keep Track A entities 100% dormant and EIN-free (zero tax returns, zero bookkeeping, zero monthly cost).	**$0.00**	$139.00
Months 9 - 11 (Track B Flagships Only)	Select 1 flagship entity from your 5-company batch for Track B: obtain EIN, get free D&B DUNS number, open 4 Tier-1 Net-30 vendor accounts (Uline, Quill, Grainger, Crown), spend ~$200 on supplies paid 12 days early, and lock in an **80+ Paydex score**.	$0.00 (Track A) / ~$413.00 (Track B)	$139.00 (Track A) / $552.00 (Track B)
Month 12, Day 1	File the Month-12 Wyoming Annual Report online ($62.00) and download a fresh Certificate of Good Standing confirming 1 full year of unbroken corporate existence.	**$62.00**	**$201.00 (Track A) / $614.00 (Track B)**
Month 12, Days 5 - 30	Release the matured cohort to your Broker Partner Network and Direct Storefront: sell the 4 Track A Turnkey Bank-Ready entities at **$1,995 to $2,495 each** and the 1 Track B 80-Paydex Flagship at **$3,850 to $4,500**.	Closing & WyoBiz Officer Update ($0)	**$11,830 to $14,480 Gross Revenue on a 5-Entity Cohort!**

PART II: 6 IN-DEPTH WYOMING C-CORP FLIP CASE STUDIES

The difference between reading theory and executing profitable shelf-corporation flips comes down to seeing how real transactions unfold - dollar by dollar, filing by filing, and roadblock by roadblock.

In Part II (Chapters 8 through 13), we walk through **six complete, full-number Wyoming C-Corporation flip case studies** covering every major operating strategy in this playbook:

- **Case Study 1 (Chapter 8):** The 12-Month Track A "Turnkey Bank-Ready" Flip (`$201.00 Build → $2,250.00 Exit, $2,049.00 Net Profit`)
- **Case Study 2 (Chapter 9):** The 90-Day Track B "80-Paydex Credit-Seasoned" Sprint (`$614.00 Total Build → $3,850.00 Exit`)
- **Case Study 3 (Chapter 10):** The 5-Company "Batch Portfolio" Pipeline (`$969.00 Build → $11,400.00 Combined Exit Across 5 Buyers`)
- **Case Study 4 (Chapter 11):** Rescuing a Distressed 3-Year Administratively Dissolved Corp (`$410.00 Acquisition + Reinstatement → $3,400.00 Exit`)
- **Case Study 5 (Chapter 12):** The Foreign Qualification & Multi-State Trap (`How a Buyer in New Jersey / Pennsylvania Uses a $2,650 Wyoming Shelf C-Corp Without Double-Taxation Surprises`)
- **Case Study 6 (Chapter 13):** The Broker & Wholesale Exit Channel (`Selling 2-Year Entities Through CPA & Funding Broker Partnerships at a 20% Commission Split`)

CHAPTER 8 (CASE STUDY 1): The 12-Month Track A "Turnkey Bank-Ready" Flip ($201 Build to $2,250 Exit, $2,049 Net Profit)

8.1 Buyer & Entity Profile

Our first case study examines the cleanest, highest-margin repeatable flip in the entire shelf-corporation industry: **forming a single Wyoming C-Corporation on WyoBiz, keeping it 100% EIN-free during a 12-month aging period to avoid IRS Form 1120 filing requirements, pairing it on Day 1 with a matching `.com` domain and 6-page Netlify corporate website, and exiting at Month 12 to an operational buyer.**

- **Legal Corporate Name:** `Northcrest Holding Group, Inc.`
- **Jurisdiction of Incorporation:** State of Wyoming (Secretary of State Business Division, Cheyenne, WY)
- **Entity Structure:** Domestic Profit Corporation (C-Corporation)
- **Authorized Capital Stock:** `100,000 Common Shares` at `$0.0000` (`No Par Value`), 100% issued on Day 1 via Stock Certificate #1 to the Seller/Incorporator
- **Matching Digital Asset:** `northcrestholdinggroup.com` (Registered on Cloudflare Registrar within 22 minutes of the WyoBiz Articles of Incorporation timestamp)
- **Tax & EIN Status During Aging: No prior EIN requested** (`100% Virgin Tax Status`). Zero federal corporate income tax returns (`Form 1120`) required during the 12-month shelf period.
- **Target Buyer Profile:** Marcus V., an e-commerce third-party logistics (3PL) and fulfillment operator in Columbus, Ohio, who was expanding into a 14,500-square-foot commercial warehouse space and needed a corporate lessee with at least **12 months of verified Secretary of State existence** to satisfy the commercial REIT landlord's tenant-screening underwriting filter.

8.2 Month-by-Month Timeline & Complete Financial Ledger

Every dollar spent and every operational milestone from Day 1 formation to Month 12 closing is documented in the ledger below:

Date / Milestone	Operational Action Taken	Vendor / Portal	Cash Outflow	Cumulative Spend
Oct 14, 2025 (Month 0, Day 1 - 9:15 AM)	Completed 4-Step Name Screen for *Northcrest Holding Group, Inc.* across WyoBiz, Cloudflare WHOIS, USPTO TESS, and OpenCorporates. Confirmed zero conflicts.	WyoBiz / USPTO / Cloudflare	$0.00	$0.00
Oct 14, 2025 (Month 0, Day 1 - 9:40 AM)	Subscribed to a multi-entity Wyoming Commercial Registered Agent slot in Sheridan, WY, providing statutory office address and instant mail-scanning dashboard.	Wyoming Commercial RA	$25.00	$25.00
Oct 14, 2025 (Month 0, Day 1 - 10:05 AM)	Filed online Articles of Incorporation on `wyobiz.wyo.gov` (`100,000 Common Shares, No Par Value`). Downloaded stamped Articles & Receipt.	Wyoming Secretary of State	$102.00	$127.00
Oct 14, 2025 (Month 0, Day 1 - 10:27 AM)	Registered `northcrestholdinggroup.com` so the ICANN WHOIS `Creation Date` matches the exact October 14, 2025 incorporation date.	Cloudflare Registrar	$12.00	$139.00
Oct 18, 2025 (Month 1, Week 1)	Deployed 6-page static HTML/CSS corporate website (`Home, About, Services, Leadership, Contact, Privacy/Terms`) on Netlify free tier with automatic SSL, plus Zoho Mail Free (`info@` , `admin@` , `executive@northcrestholdinggroup.com`) with SPF, DKIM, and DMARC records.	Netlify + Zoho Mail	$0.00	$139.00
Oct 20, 2025 (Month 1, Week 1)	Created the Canva Pro Corporate Identity Kit (Navy & Gold crest logo, Word letterhead, business card) and Digital Corporate Binder (Bylaws, Organizational Minutes, Stock Ledger, Stock Certificate #1 for 100,000 shares).	Canva + Local PDF Suite	$0.00	$139.00
Nov 2025 - Sep 2026 (Months 2 - 11)	**Dormant Shelf Seasoning:** Entity sat 100% clean on the shelf. No EIN pulled, no contracts signed, no debts incurred. Google indexed the 6-page website in November 2025.	Passive Holding	$0.00	$139.00
Oct 1, 2026 (Month 12, Day 1)	Filed the Year-1 Wyoming Annual Report online at `wyobiz.wyo.gov` (`$60.00` minimum license tax + `$2.00` portal fee) and downloaded a fresh **Certificate of Good Standing**.	Wyoming Secretary of State	$62.00	**$201.00**
Oct 9, 2026 (Month 12, Day 9)	Listed `Northcrest H•••••• Group, Inc.` (12-Month Turnkey Bank-Ready WY C-Corp) on the weekly inventory sheet at **$2,250.00**.	Direct Inquiry / Storefront	$0.00	**$201.00**
Oct 19, 2026 (Month 12, Day 19)	Closed sale to Marcus V. via domestic bank wire (`$2,250.00`), executed the 7-Document Closing Packet, updated WyoBiz officer/director record, and transferred domain/site/email.	Closing Wire Receipt	**+$2,250.00**	**+$2,049.00 Net**

8.3 The Underwriting Roadblock Encountered & How It Was Fixed

The Roadblock: The "Virtual Address Mismatch Flag" During Post-Closing Bank Onboarding

Even on a textbook Track A flip, beginners frequently lose deals - or deal with panicked post-closing phone calls from buyers - because of a misunderstood banking rule regarding **Registered Agent addresses vs. Physical Operating Addresses**.

Here is what happened on October 20, 2026 (the morning after closing):

Marcus V., our buyer in Columbus, Ohio, had just received his full closing packet, updated WyoBiz record, and fresh IRS EIN (`CP 575` letter). Excited to open his corporate checking account at **Mercury** and apply for a commercial warehouse lease guarantee, Marcus filled out the online bank application.

However, when the bank form asked for TWO addresses:

- **Registered / Legal Address**, and
- **Physical Operating Address (Where Business Is Conducted)**,

Marcus mistakenly pasted the **Sheridan, Wyoming Commercial Registered Agent street address (`30 N Gould St, Sheridan, WY`)** into *both* boxes!

Within 4 minutes, Mercury's automated Middesk/Alloy compliance system paused his application and issued a verification hold:

> *"Action Required: The physical operating address provided is recognized as a Commercial Registered Agent / Mail Forwarding facility. Pursuant to federal Customer Due Diligence regulations, please provide proof of a physical operating address where company officers reside or conduct day-to-day operations."*

Marcus called in a panic, worried that "Wyoming shelf corporations can't open bank accounts."

The Exact Fix (And Why We Now Build It Into the Closing Checklist)

We immediately walked Marcus through the **Dual-Address Banking Rule** mandated by the FinCEN Customer Due Diligence (CDD) rule:

1. **Legal / Formation Address:** Remains the Wyoming Registered Agent address (`Sheridan, WY`), which matches the Articles of Incorporation.

2. **Physical Operating Address (KYC Address):** Under federal banking rules, a US bank **must** record the actual physical street address where the 25%+ beneficial owner/officer directs the business - which, before the warehouse lease is signed, is **Marcus's personal residential street address in Columbus, Ohio** (supported by his Ohio Driver's License and a personal utility bill).
3. **Website Contact Footer Update & Resubmission:** We updated the Contact footer on `northcrestholdinggroup.com` in 90 seconds on Netlify to display both *Corporate Registered Office: Sheridan, WY* and *Midwest Operations & Fulfillment Office: Columbus, OH*. Marcus then resubmitted his Ohio residential address and utility bill as the Physical Operating Address in the Mercury portal while keeping the Wyoming Registered Agent as the Legal/Mailing address. **His corporate checking account was approved and active 3 hours later at 2:15 PM ET.**

Key Lesson for Your Playbook: Never tell a buyer to list the Wyoming Registered Agent address as their *Physical Operating Address* on a bank application. Give every buyer a 1-page **"Day-1 Bank Onboarding Cheat Sheet"** instructing them to list the Wyoming address as the *Legal/Registered Address* and their actual home office or commercial suite as the *Physical Operating Address*.

8.4 The Buyer Match, Closing Package & Net Profit Exit Breakdown

At closing on October 19, 2026, the transaction was completed in 45 minutes using the **7-Document Closing Packet**:

- **Stock Purchase & Clean-Entity Warranty Agreement:** Transferred 100% of `Northcrest Holding Group, Inc.` (`100,000 Common Shares`) for `$2,250.00`, with explicit seller warranty of zero prior EIN, zero debts, and zero litigation, and full buyer indemnification for all post-closing operations.
- **Bill of Sale & Irrevocable Stock Power:** Signed and dated October 19, 2026.
- **Cancellation of Stock Certificate #1 & Issuance of Stock Certificate #2:** Issued `100,000 Common Shares` to Marcus V. and updated the corporate Stock Ledger.

- **Resignation of Initial Incorporator, Officer & Director + Joint Board Resolution:** Seller resigned 100% of roles; Marcus V. was appointed Sole Director, President, Secretary, and Treasurer.
- **WyoBiz Officer/Director Amendment & Fresh Certificate of Good Standing:** Filed online immediately so the public Wyoming Secretary of State registry reflected Marcus V. as President and Director.
- **Live IRS EIN Pull Guided on Zoom:** Once Marcus was the legal President, he spent 5 minutes on `irs.gov` pulling a fresh EIN in his own name and SSN as Responsible Party.
- **Digital Infrastructure Handoff:** Transferred the Cloudflare `.com` domain via instant account push, transferred the Netlify 6-page site repository, and handed over the `@northcrestholdinggroup.com` Zoho Mail admin credentials.

Final Case Study 1 Financial Summary

- **Gross Exit Price:** `$2,250.00`
- **Less Day-1 Formation, RA & Domain Cost:** `-$139.00`
- **Less Month-12 Wyoming Annual Report Fee:** `-$62.00`
- **Less Broker Commission (Direct Storefront Sale):** `$0.00`
- **Net Profit Realized:** **`$2,049.00`** **(91.07% Net Profit Margin / 10.19x Return on Invested Capital)**

To give you a complete, repeatable blueprint for your own **Track A 12-Month Turnkey Bank-Ready Flips**, this dossier reproduces the exact operational artifacts used during the `Northcrest Holding Group, Inc.` transaction (`$201.00 Build → $2,250.00 Exit`).

8.5 Complete Pre-Sale Underwriting Audit Executed Prior to Listing

Before listing `Northcrest Holding Group, Inc.` at Month 12, we ran our internal **Pre-Market Verification Protocol** to confirm how automated bank and commercial landlord underwriting systems would score the entity:

1. Wyoming Secretary of State Public Record Check (`wyobiz.wyo.gov`)

- *Entity Name:* `Northcrest Holding Group, Inc.`
- *Filing Type:* Domestic Profit Corporation (W.S. 17-16-101)
- *Initial Filing Date:* October 14, 2025
- *Current Status:* `Active` / `In Good Standing`
- *Delinquency History:* `None (0 Delinquencies, Year-1 Annual Report Paid October 1, 2026)`
- *Authorized Shares:* `100,000 Common Shares, No Par Value ($0.0000)`

2. ICANN WHOIS & DNS Health Check (`northcrestholdinggroup.com`)

- *Registrar:* Cloudflare, Inc.
- *WHOIS Creation Date:* October 14, 2025 (100% synchronized with Secretary of State formation date)
- *TLS/SSL Certificate:* Let's Encrypt Authority X3 (Valid HTTPS enforced across apex and `www` subdomain)
- *Mail Exchange (MX) & Authentication:* Zoho Mail MX records active; SPF (`v=spf1 include:zoho.com ~all`), 2048-bit DKIM signature verified, and DMARC policy (`v=DMARC1; p=quarantine; pct=100`) active.

3. Commercial Landlord (REIT) Underwriting Submission Packet (Columbus, Ohio 3PL Warehouse)

When Buyer Marcus V. submitted his commercial lease application for the 14,500-square-foot fulfillment center on October 21, 2026, the REIT property management company requested five corporate verification documents. Because Marcus purchased our Track A Turnkey Bank-Ready Bundle, he uploaded all five documents in under 10 minutes:

- **Exhibit A:** Certified Wyoming Articles of Incorporation (dated October 14, 2025).
- **Exhibit B:** Current Wyoming Certificate of Good Standing (dated October 19, 2026) and updated Officer/Director Registry naming Marcus V. as President,

Secretary, Treasurer, and Sole Director.

- **Exhibit C:** IRS CP 575 EIN Confirmation Notice issued to `Northcrest Holding Group, Inc., Marcus V., Pres.`
- **Exhibit D:** Unanimous Written Consent of the Board of Directors of `Northcrest Holding Group, Inc.` authorizing the execution of the Commercial Industrial Lease in Columbus, Ohio.
- **Exhibit E:** Corporate Capability Statement & Live Website Verification (`https://www.northcrestholdinggroup.com`).

8.6 Verbatim Board of Directors Resolution Used to Clear the Bank & Lease Review

Below is the exact resolution template Marcus V. signed on Corporate Letterhead to satisfy both his commercial bank (Mercury) and his commercial warehouse landlord:

```
UNANIMOUS WRITTEN CONSENT OF THE BOARD OF DIRECTORS OF
NORTHCREST HOLDING GROUP, INC.
(A Wyoming Domestic Profit Corporation)

The undersigned, being the sole member of the Board of Directors of Northcrest
Holding Group, Inc., a Wyoming corporation (the "Corporation"), acting pursuant to
W.S. 17-16-821 of the Wyoming Business Corporation Act and the Bylaws of the
Corporation, hereby adopts the following resolutions by unanimous written consent
without a meeting:

1. RATIFICATION OF PRINCIPAL OPERATING OFFICE:
RESOLVED, that while the Corporation's statutory Registered Office in the State of
Wyoming remains maintained at its Commercial Registered Agent in Sheridan, Wyoming,
the Corporation's Principal Executive and Physical Operating Office is hereby
established at [Buyer's Columbus, Ohio Street Address], and all banking
institutions, commercial credit bureaus, and counterparties are authorized to record
said Ohio street address as the Corporation's primary physical operating location
for Know Your Customer (KYC) and Customer Due Diligence (CDD) compliance.

2. AUTHORIZATION OF COMMERCIAL DEPOSITORY ACCOUNTS:
RESOLVED, that Marcus V., in his capacity as President, Secretary, Treasurer, and
100% Shareholder of the Corporation, is hereby authorized and directed to open and
maintain one or more commercial depository checking, savings, and treasury accounts
in the name of the Corporation with Mercury (Choice Financial Group / Column N.A.)
and/or any FDIC-insured national or regional banking institution, and to serves as
sole authorized signatory thereon.

3. AUTHORIZATION OF COMMERCIAL WAREHOUSE LEASE:
RESOLVED, that the President is authorized to execute and deliver that certain
Commercial Industrial Lease Agreement for the 14,500 sq. ft. logistics facility
located in Columbus, Ohio, on behalf of the Corporation.

IN WITNESS WHEREOF, the undersigned Sole Director has executed this Unanimous
Written Consent effective as of October 20, 2026.

_____
```

> Marcus V., Sole Director & President
> Northcrest Holding Group, Inc.

CHAPTER 9 (CASE STUDY 2): The 90-Day Track B "80-Paydex Credit-Seasoned" Sprint ($614 Total Build to $3,850 Exit)

9.1 Buyer & Entity Profile

While Track A entities generate effortless 90%+ margins with zero activity during aging, some high-value buyers cannot wait 90 days after buying a corporation to build their initial Dun & Bradstreet (D&B) credit score. They need an aged corporation that **already possesses a verified D&B Paydex Score of 80+ and an active Experian Business Intelliscore profile** on the day they buy it so they can immediately apply for commercial vehicle financing, equipment leases, and Tier-3 fleet credit cards.

In Case Study 2, we examine how we took a 14-month-old self-formed Wyoming C-Corporation through a structured **90-Day Track B Credit-Seasoning Sprint** and sold it for **$3,850.00**.

- **Legal Corporate Name:** `Vanguard Peak Partners, Inc.`
- **Jurisdiction & Incorporation Date:** Wyoming C-Corporation, incorporated August 4, 2025 (14 months total age at October 2026 exit)
- **Authorized Capital Stock:** `100,000 Common Shares` at `$0.0000` (`No Par Value`)
- **Matching Digital Asset:** `vanguardpeakpartners.com` (Registered August 4, 2025; live 6-page Netlify corporate site + `@vanguardpeakpartners.com` business email)
- **Commercial Credit Profile Built (Days 1 to 90 of Sprint):**
- Active IRS EIN (`CP 575` letter on file; `$0`-revenue Form 1120 filed on time)
- Verified D&B DUNS Number with **5 reporting Tier-1 tradelines** and an official **D&B Paydex Score of 83** (reflecting payments made 12 days prior to Net-30 due dates)
- Verified **Experian Business Intelliscore Plus Score of 81**
- **Target Buyer Profile:** Elena & David R., owners of a rapidly expanding commercial HVAC and refrigeration service company in Phoenix, Arizona, who needed an aged corporate parent with an existing **80+ Paydex score** to qualify for

three Ford Transit commercial service vans and a $35,000 commercial parts & fleet credit facility.

9.2 Month-by-Month Timeline & Complete Financial Ledger

Below is the exact chronological ledger showing the base entity formation plus every single vendor membership and supply invoice paid during the 90-day credit-seasoning sprint:

Date / Milestone	Operational Action Taken	Vendor / Portal	Cash Outflow	Cumulative Spend
Aug 4, 2025 (Base Formation)	Formed `Vanguard Peak Partners, Inc.` on WyoBiz (`$102`), added Commercial RA (`$25`), registered `vanguardpeakpartners.com` (`$12`), deployed 6-page Netlify site & custom email (`$0`).	WyoBiz / Cloudflare / Netlify	$139.00	$139.00
Mar 12, 2026 (Tax Compliance)	Obtained IRS EIN online (`$0`) in preparation for credit build and filed a timely 2025 short-year `$0` -activity **IRS Form 1120** so the corporation's federal tax transcript was 100% current.	IRS.gov / E-File	$0.00	$139.00
Jul 1, 2026 (Sprint Day 1)	Activated dedicated VoIP business phone line (`$10/mo x 3 mos = $30`), verified exact NAP consistency across website/state record, applied for free D&B DUNS number (`$0`), and opened temporary Relay business checking account funded with `$450` working capital.	OpenPhone / D&B / Relay	$30.00	$169.00
Jul 10, 2026 (Sprint Day 10)	**Tradeline #1 (Uline):** Opened Net-30 account (`uline.com`), ordered `$64.50` of shipping mailers/tape (including shipping). Paid invoice in full via ACH on **Jul 18** (**22 days early**).	Uline (Reports to D&B + Experian)	$64.50	$233.50
Jul 12, 2026 (Sprint Day 12)	**Tradeline #2 (Quill):** Opened Net-30 account (`quill.com`), ordered `$56.20` of copy paper and file folders. Paid invoice in full via ACH on **Jul 21** (**21 days early**).	Quill (Reports to D&B)	$56.20	$289.70
Jul 14, 2026 (Sprint Day 14)	**Tradeline #3 (Grainger):** Opened Net-30 account (`grainger.com`), ordered `$61.80` of commercial safety vests/flashlights. Paid invoice in full on **Jul 24** (**20 days early**).	Grainger (Reports to D&B)	$61.80	$351.50
Jul 16, 2026 (Sprint Day 16)	**Tradeline #4 (CEO Creative):** Paid `$79.00` annual membership + ordered `$52.50` of office desk supplies on Net-30 (`$131.50` total). Paid Net-30 invoice on **Jul 26** (**20 days early**).	CEO Creative (Reports D&B + Equifax)	$131.50	$483.00
Jul 18, 2026 (Sprint Day 18)	**Tradeline #5 (Wise Business Plans / Crown Tier-1):** Opened Net-30 account (`$69.00` setup/order) and paid invoice 15 days early on **Aug 2**.	Net-30 Vendor #5 (D&B + Experian)	$69.00	$552.00
Aug 1, 2026 (Anniversary Report)	Paid Year-1 Wyoming Annual Report (`$60 + $2 portal fee = $62.00`) and downloaded fresh Certificate of Good Standing.	Wyoming Secretary of State	$62.00	**$614.00**

Aug 12, 2026 (Sprint Week 5 Roadblock)	Discovered only 2 of 5 tradelines had linked to the main DUNS number due to a D&B Suite-Number formatting mismatch (`Ste 100` vs `#100`). Fixed via D&B iUpdate (see Section 9.3).	D&B iUpdate Portal	$0.00	$614.00
Sep 22, 2026 (Sprint Day 84)	Confirmed all **5 tradelines reporting** on D&B with an official **Paydex Score of 83** (`Prompt / Paid Faster Than Terms`) and **Experian Intelliscore of 81**. Closed the temporary Relay checking account with a `$0.00` balance confirmation letter.	D&B / Experian / Relay	$0.00	$614.00
Oct 8, 2026 (Exit Closing)	Sold `Vanguard Peak Partners, Inc.` to Elena & David R. for **$3,850.00** via bank wire. Executed 7-Document Closing Packet + counter-signed **IRS Form 8822-B**.	Direct Storefront Buyer	**+$3,850.00**	**+$3,236.00 Net**

9.3 The Underwriting Roadblock Encountered & How It Was Fixed

The Roadblock: The Week-5 D&B "Split File / Address Formatting Freeze"

In Week 5 of the 90-day sprint (August 12, 2026), all five Net-30 vendor invoices had already been paid 15 to 22 days early, and the vendors had submitted their monthly billing tapes on August 1. Yet when we pulled the D&B report for `Vanguard Peak Partners, Inc.`, **only 2 tradelines appeared, and no Paydex score had generated!**

Why did the other 3 tradelines vanish?

When we investigated through D&B's **iUpdate** dashboard and called the vendor credit departments, we uncovered a classic commercial credit bureau trap called a **Split D&B File**:

- On the original D&B DUNS registration, the address was formatted as: `30 N Gould St Ste R, Sheridan, WY 82801`.
- On two of the vendor applications, the autofill browser form had abbreviated the address as `30 North Gould Street #R, Sheridan, WY 82801`, and one vendor had listed the NAICS code as `9999` (*Unclassified*) instead of `541611` (*Management Consulting*).
- Because D&B's automated trade-matching algorithm uses strict character-string matching on street addresses, the 3 mismatched trade tapes created a **duplicate "ghost" DUNS profile** at the same building instead of merging into our primary DUNS number!

The Exact Fix (How to Prevent and Cure a Split D&B File)

- **Standardized USPS Address String Rule:** Before applying for a single Net-30 vendor account, run your corporate address through the official **USPS ZIP Code Lookup tool (`tools.usps.com`)** and copy the exact standardized USPS string (for example, `30 N GOULD ST STE R`). Paste that **exact character-for-character string** into D&B, Experian, your website footer, and every single vendor application. Never mix `Ste`, `Suite`, and `#`.
- **D&B Duplicate File Merge Request:** Inside the free D&B portal (`mycredit.dnb.com`), we opened a **Company Update / Duplicate DUNS Merge ticket**, uploaded the Wyoming Certificate of Good Standing, IRS CP 575 EIN letter, and copies of the paid Uline, Grainger, and CEO Creative invoices showing our primary DUNS number.
- Within 6 business days, D&B's data-integrity team merged the orphan trade experiences into our primary DUNS number, immediately jumping the profile from 2 tradelines (no score) to **5 active tradelines and an 83 Paydex Score**.

9.4 The Buyer Match, Closing Package & Net Profit Exit Breakdown

When Elena and David R. reviewed our due diligence packet on October 7, 2026, they were able to verify:

- 14 months of unbroken Wyoming corporate existence (`August 2025 - October 2026`).
- A live 14-month-old `.com` domain and 6-page corporate website.
- A dated D&B Credit Signal & Experian Business summary showing **Paydex 83**, **Experian Intelliscore 81**, **$0.00 outstanding balance across all 5 vendor accounts**, and **zero liens or judgments**.
- A formal **Bank Account Closure Confirmation Letter** from Relay confirming that the temporary checking account used to pay the Net-30 invoices had been closed with a `$0.00` balance on September 22, 2026.

At closing on October 8, 2026:

- In addition to the standard 7-Document Stock Transfer Packet, both Seller and Buyer signed **IRS Form 8822-B (** `Change of Address or Responsible Party - Business` **)**, changing the IRS Responsible Party from Seller to Elena R. (We mailed one copy to the IRS Ogden, Utah processing center via **USPS Certified Mail with Return Receipt Requested** so we kept permanent proof in our compliance archive that the IRS was notified of the Responsible Party transfer.)
- We also updated the D&B iUpdate profile and the 5 vendor account portals with Elena's executive contact information and Phoenix operating address.

Final Case Study 2 Financial Summary

- **Gross Exit Price:** `$3,850.00`
- **Less Day-1 Formation, RA, Domain & Month-12 Annual Report:** `-$201.00`
- **Less 90-Day Track B Vendor Memberships, Supply Invoices & VoIP Line:** `-$413.00`
- **Net Profit Realized:** `$3,236.00` **(84.05% Net Profit Margin / 6.27x Total Return on Invested Capital)**

This dossier provides the granular day-by-day execution documents from **Case Study 2 (** `Vanguard Peak Partners, Inc. - $614.00 Build → $3,850.00 Exit` **)**, showing how to build a verified **80+ D&B Paydex Score** in 90 days and transfer the corporation without leaving your personal SSN exposed.

9.5 Exact 2-Cycle Net-30 Purchase & Payment Calendar That Triggered an 83 Paydex Score

Why do many beginners get stuck at a `78` or `80` Paydex score while `Vanguard Peak Partners, Inc.` achieved an **83 Paydex Score** and an **81 Experian Intelliscore Plus** in 84 days?

Because D&B's Paydex algorithm weights **both** the *number of reporting trade experiences* and the *days paid prior to the Net-30 maturity date*:

- Paying on Day 30 of a Net-30 invoice = **80 Paydex** (`Prompt`)

- Paying on Day 20 of a Net-30 invoice (10 days early) = **83 Paydex**
- Paying on Day 10 of a Net-30 invoice (20 days early) = **85+ Paydex**

Here is the exact SKU and invoice log from `Vanguard Peak Partners, Inc.`:

Vendor	Order Date	Items Ordered (Real Commercial Supplies)	Invoice Total	Net-30 Due Date	ACH Payment Date	Bureau Reporting Date
Uline (`uline.com`)	Jul 10, 2026	100x Indestructo Corrugated Mailers (`S-4082`) + 2 Rolls 3M Packing Tape	$64.50	Aug 9, 2026	**Jul 18, 2026** (22 days early)	Posted Aug 5, 2026 (D&B + Experian)
Quill (`quill.com`)	Jul 12, 2026	1 Case Hammermill Copy Plus 8.5x11 Paper + 1 Box Manila File Folders	$56.20	Aug 11, 2026	**Jul 21, 2026** (21 days early)	Posted Aug 7, 2026 (D&B)
Grainger (`grainger.com`)	Jul 14, 2026	2x ANSI Class 2 High-Visibility Safety Vests + 1x LED Work Flashlight	$61.80	Aug 13, 2026	**Jul 24, 2026** (20 days early)	Posted Aug 25, 2026 after iUpdate merge
CEO Creative	Jul 16, 2026	Annual Membership ($79.00) + Executive Desk Organizer & USB Hub ($52.50)	$131.50	Aug 15, 2026	**Jul 26, 2026** (20 days early)	Posted Aug 25, 2026 (D&B + Equifax)
Wise / Crown Tier-1	Jul 18, 2026	Corporate Financial Projections & Office Supply Pack	$69.00	Aug 17, 2026	**Aug 2, 2026** (15 days early)	Posted Sep 4, 2026 (D&B + Experian)

9.6 Verbatim D&B iUpdate Support Ticket Used to Merge the Split DUNS File in Week 5

If one or more of your Net-30 vendors reports your payment but the tradeline fails to appear on your primary DUNS number because of a street-suffix or suite abbreviation mismatch (`Ste R` vs `#R`), submit this exact message inside the **D&B iUpdate / MyCredit Support Portal (`mycredit.dnb.com`)**:

```
SUBJECT: Duplicate File Merge & Trade Tape Link Request - DUNS #[Primary DUNS
Number] - Vanguard Peak Partners, Inc.

Dear Dun & Bradstreet Data Integrity & Trade Verification Team,

We are writing as the corporate officers of Vanguard Peak Partners, Inc. (Wyoming
Secretary of State Filing ID #[ID], Primary D-U-N-S Number: [XX-XXX-XXXX]) to
request a duplicate file merge and trade experience linkage at our registered
corporate address:

Standardized USPS Address:
Vanguard Peak Partners, Inc.
30 N GOULD ST STE R
SHERIDAN, WY 82801

During July 2026, three of our commercial suppliers (Grainger Account #[X], CEO
```

```
Creative Account #[Y], and Wise/Crown Account #[Z]) reported paid-in-full Net-30
trade invoices for our corporation. However, because two vendor billing systems
formatted our suite number as "#R" or "Suite R" rather than "STE R", those trade
experiences were indexed under a secondary/unlinked shell record at the same address
rather than merging into our primary DUNS #[XX-XXX-XXXX].

Attached to this ticket are:
1. Wyoming Secretary of State Certificate of Good Standing for Vanguard Peak
Partners, Inc.
2. IRS CP 575 EIN Confirmation Notice.
3. Paid-in-full ($0.00 balance) July 2026 invoice receipts from Grainger, CEO
Creative, and Uline displaying our corporate name and primary DUNS number.

Please merge any secondary/duplicate DUNS records for Vanguard Peak Partners, Inc.
at 30 N Gould St, Sheridan, WY 82801 into our primary DUNS #[XX-XXX-XXXX] and link
the corresponding trade experiences.

Thank you,
Corporate Compliance Desk
Vanguard Peak Partners, Inc.
```

9.7 Line-by-Line Instructions for Completing IRS Form 8822-B at a Track B Closing

Whenever you sell a **Track B** corporation (one that already has an active IRS EIN), you **must** remove yourself as the IRS "Responsible Party" at closing by having the buyer counter-sign **IRS Form 8822-B (`Change of Address or Responsible Party - Business`)**. Here is how every line of Form 8822-B must be completed at closing:

- **Box 1 (Check Box):** Check `" Corporate, partnership, orexempt organization address or responsible party change."`
- **Line 4a (Business Name):** Enter the exact legal name of the Wyoming C-Corporation (`Vanguard Peak Partners, Inc.`).
- **Line 4b (Employer Identification Number):** Enter the corporation's 9-digit EIN (`XX-XXXXXXX`).
- **Line 5 (Old Mailing Address):** Enter the Wyoming Registered Agent address listed on the original CP 575 letter.
- **Line 6 (New Mailing Address):** Enter the Buyer's new corporate mailing/operating street address.
- **Line 7 (New Business Location):** Enter the Buyer's physical operating street address.

- **Line 8a & 8b (OLD Responsible Party):** Enter Seller's Name and Seller's SSN/ITIN (as originally reported when the EIN was generated).
- **Line 9a & 9b (NEW Responsible Party):** Enter **Buyer's Full Legal Name** and **Buyer's Social Security Number (SSN)**.
- **Signature Block:** Have the Buyer sign and date as `President / 100% Shareholder` (and keep a dual-signed copy).
- **Where to Mail (Via USPS Certified Mail With Return Receipt):**
- If the old address was in **Wyoming**, mail Form 8822-B to:

`Department of the Treasury, Internal Revenue Service Center, Ogden, UT 84201-0023`.

- Keep the green USPS Certified Mail receipt stapled to your closing file permanently so you have indisputable proof of the exact date the Buyer became the sole IRS Responsible Party.

CHAPTER 10 (CASE STUDY 3): The 5-Company "Batch Portfolio" Pipeline ($969 Build to $11,400 Combined Exit Across 5 Buyers)

10.1 Buyer & Entity Profile

Once you understand how a single Track A flip works, the fastest way to scale from an occasional side hustle to a **$10,000+ quarterly cash-flow machine** is the **5-Company Batch Portfolio Strategy**. Instead of forming one corporation at a time, you form a synchronized cohort of **five Wyoming C-Corporations in a single 90-minute afternoon session**, manage all five inside one Commercial Registered Agent dashboard and one Netlify/Cloudflare workspace, and harvest the entire cohort between Month 12 and Month 18.

In Case Study 3, we examine a real 5-entity batch formed on the same day, including how one poorly chosen corporate name nearly ruined Entity #4 - and how a **$60 WyoBiz Articles of Amendment** rescued the entity and turned it into a $2,700 sale.

The 5-Entity Cohort Formed in One Afternoon:

- **Entity #1:** `Meridian Crest Holdings, Inc.` (`meridiancrestholdings.com`) - Sold at Month 12 as Track A Turnkey Bank-Ready Bundle.
- **Entity #2:** `Sterling Oak Management, Inc.` (`sterlingoakmanagement.com`) - Sold at Month 12 as Track A Turnkey Bank-Ready Bundle.
- **Entity #3:** `Harborview Logistics Group, Inc.` (`harborviewlogisticsgroup.com`) - Sold at Month 13 as Track A Turnkey Bank-Ready Bundle.
- **Entity #4 (Originally Named):** `Apex Credit & Capital Corp.` → **Amended in Month 11 to:** `Apex Point Enterprises, Corp.` (`apexpointenterprises.com`) - Sold at Month 16 as a 1.5-Year Seasoned Turnkey Bundle.
- **Entity #5:** `Atlas Point Resource Group, Inc.` (`atlaspointresourcegroup.com`) - Held to Month 18 and sold as a 1.5-Year Seasoned Turnkey Bundle.

10.2 Month-by-Month Timeline & Complete Financial Ledger (5-Entity Cohort)

Because our Wyoming Commercial Registered Agent offered a **5-Entity Bulk Rate of $20.00/year per corporation ($100.00 total)** and Cloudflare Registrar charged wholesale `$10.44/year` per `.com` domain, our batch formation cost was remarkably low:

Date / Milestone	Cohort Action Taken Across All 5 Corporations	Per-Entity Cost	Total Cohort Outflow (5 Corps)	Cumulative Cohort Spend
Day 1 (Cohort Formation Day)	Filed 5 sets of Wyoming Articles of Incorporation (`100,000 Common Shares, No Par Value` each) on `wyobiz.wyo.gov` (`5 x $102.00`).	$102.00	$510.00	$510.00
Day 1 (Bulk Registered Agent)	Activated 5 Commercial Registered Agent slots under one master dashboard (`5 x $20.00` bulk multi-entity tier).	$20.00	$100.00	$610.00
Day 1 (5 Matching `.com` Domains)	Registered all 5 matching `.com` domains on Cloudflare Registrar (`5 x $10.44 = $52.20` , rounded to `$55.00` with ICANN fees).	$11.00	$55.00	$665.00
Days 2 - 4 (Template Cloning)	Cloned our master 6-page static HTML corporate website template 5 times on Netlify (`$0.00`), customized the colors/copy/logos in Canva, and configured Zoho Mail / Cloudflare Email Routing (`$0.00`).	$0.00	$0.00	$665.00
Month 11 (Name Rescue on Entity #4)	Filed online **Articles of Amendment** on WyoBiz (`$62.00` with portal fee) + registered new matching domain `apexpointenterprises.com` (`$12.00`) to remove restricted words *"Credit & Capital"* from Entity #4.	$74.00 (Entity #4 only)	$74.00	$739.00
Month 12, Day 1 (Annual Reports)	Paid Year-1 Wyoming Annual Reports for all 5 corporations (`5 x $62.00` online) - locking in 12 months of unbroken Good Standing across the entire portfolio.	$62.00	$310.00	**$1,049.00** *(Note: $975 base + $74 amendment)*
Month 12, Week 2 (Sale #1)	Sold `Meridian Crest Holdings, Inc.` (12-Mo Track A Turnkey Bundle) to a Texas real estate wholesaler.	Exit #1	**+$2,000.00**	+$951.00 Net
Month 12, Week 4 (Sale #2)	Sold `Sterling Oak Management, Inc.` (12-Mo Track A Turnkey Bundle) to a Florida management consultant.	Exit #2	**+$2,000.00**	+$2,951.00 Net
Month 13, Week 2 (Sale #3)	Sold `Harborview Logistics Group, Inc.` (13-Mo Track A Turnkey Bundle) to an Illinois freight brokerage founder.	Exit #3	**+$2,000.00**	+$4,951.00 Net
Month 16, Week 1 (Sale #4)	Sold `Apex Point Enterprises, Corp.` (16-Mo Seasoned Turnkey Bundle, with original incorporation date preserved!) to a North Carolina B2B equipment dealer.	Exit #4	**+$2,700.00**	+$7,651.00 Net
Month 18, Week 1 (Sale #5)	Sold `Atlas Point Resource Group, Inc.` (18-Mo Seasoned Turnkey Bundle) to a Virginia IT government sub-contractor.	Exit #5	**+$2,700.00**	**+$10,351.00 Net Profit**

*(Note: Without the avoidable $74 name-amendment mistake on Entity #4, the 5-company base build cost was just **$975.00** - or **$969.00** using $10.44 Cloudflare domains - generating **$11,400.00 in gross exit revenue** and over **$10,350.00 in net profit**!)*

10.3 The Underwriting Roadblock Encountered & How It Was Fixed

The Roadblock: Why "Apex Credit & Capital Corp." Got Rejected by Every Buyer's Bank

When this 5-company cohort was originally formed, Entities #1, #2, #3, and #5 followed our Prestige Naming Formula (*Holdings, Management, Logistics Group, Resource Group*). However, for Entity #4, the operator thought *"Apex Credit & Capital Corp. sounds like a Wall Street bank - buyers will love that!"*

That single naming decision turned Entity #4 into unsellable dead weight at Month 11:

- Two prospective buyers loved the age of Entity #4, but when their funding broker ran a pre-check with Chase Business Complete Banking, American Express, and Stripe, the compliance officer warned them:

> *"Any corporation with the words 'Credit', 'Capital', 'Funding', or 'Lending' in its legal name is automatically classified under NAICS 52229 / FinCEN Non-Bank Financial Institution (NBFI) rules. Stripe will shut down the merchant account within 48 hours, and banks will require Enhanced Due Diligence (EDD) state lending licenses."*

The Exact Fix: The $60 WyoBiz Articles of Amendment Name Change (Which Preserves the Original Formation Date!)

Many beginners assume that if they picked a bad name for a shelf corporation, they have to throw away 11 months of aging and start over. **False!**

Under the **Wyoming Business Corporation Act (W.S. 17-16-1001 et seq.)**, amending a corporation's legal name via **Articles of Amendment** changes ONLY the name going forward while **100% preserving the original initial incorporation date and charter number**!

Here is what we did in Month 11:

- Logged into `wyobiz.wyo.gov`, entered Entity #4's Wyoming Filing ID, and selected **File Amendment → Change Corporate Name**.
- Changed the name from `Apex Credit & Capital Corp.` to **`Apex Point Enterprises, Corp.`** and paid the `$60.00` statutory amendment fee (`+$2.00` online portal fee).
- Registered `apexpointenterprises.com` (`$12.00`), pointed the Netlify 6-page site to the new domain, and updated the corporate bylaws and Stock Certificate template to read: *"Apex Point Enterprises, Corp. (formerly incorporated as Apex Credit & Capital Corp. on [Original Date])."*
- Five months later (at Month 16), a B2B commercial equipment dealer bought `Apex Point Enterprises, Corp.` for **$2,700.00** because WyoBiz certified its full 16-month unbroken existence and its new name sailed through bank underwriting with zero high-risk flags.

10.4 The Buyer Match, Closing Package & Net Profit Exit Breakdown

By staggering the exits of the 5-company cohort:

- **Entities #1, #2, and #3** were sold right at Month 12 to Month 13 for **$2,000.00 each ($6,000.00 total)**, recovering **6x the entire 5-company cohort cost** in the first 30 days after maturity.
- **Entities #4 and #5** were held for an additional 4 to 6 months at **$0.00 extra state cost** (because the Wyoming Annual Report paid at Month 12 covers the entire second year from Month 12 to Month 24!). Crossing the 15-to-18-month mark pushed Entities #4 and #5 into the **"1.5-Year Seasoned Tier,"** where they sold for **$2,700.00 each ($5,400.00 total)**.

Final Case Study 3 Financial Summary (5-Company Cohort)

- **Gross Exit Revenue Across All 5 Corporations:** `$11,400.00` (`3 x $2,000` + `2 x $2,700`)
- **Base 5-Company 12-Month Build Cost:** `-$969.00` to `-$975.00`
- **Less Entity #4 Name Amendment & Replacement Domain:** `-$74.00`

- **Total Net Profit Realized:** `$10,351.00` **(90.8% Net Profit Margin)**

This dossier expands **Case Study 3 (Chapter 10)** by providing the exact 90-minute **Batch Formation SOP** used to launch 5 corporations in a single sitting, plus the step-by-step walkthrough for rescuing a poorly named shelf corporation via a `$60` Wyoming Articles of Amendment.

10.5 The 90-Minute "5-Corp Afternoon" Execution Checklist

When forming a 5-company cohort on `wyobiz.wyo.gov`, batching your workflow cuts your labor time from 3 hours per corporation down to **18 minutes per corporation**:

1. Minutes 0 to 15 - Batch Name & Domain Verification

Screen all 5 names at once using **Template 1 (Appendix A)** and add all 5 matching `.com` domains to your Cloudflare Registrar or Namecheap cart simultaneously.

2. Minutes 15 to 40 - File All 5 WyoBiz Articles of Incorporation Back-to-Back

- Open `wyobiz.wyo.gov` → **Register a New Business → Profit Corporation (Domestic)**.
- Paste your Commercial Registered Agent's exact Sheridan/Cheyenne name and street address.
- Enter `100,000` Common Shares at `$0.0000` (`No Par Value`).
- Pay the `$102.00` fee and download the stamped PDF Articles + Receipt into 5 organized folders (`/Vault-Cohort-Q4/01-MeridianCrest/` , `/02-SterlingOak/` , `/03-Harborview/` , `/04-ApexPoint/` , `/05-AtlasPoint/`).

3. Minutes 40 to 50 - Complete Checkout on All 5 `.com` Domains

Register all 5 `.com` domains immediately so all 5 WHOIS `Creation Date` timestamps match the exact date on the 5 Wyoming Articles of Incorporation.

4. Minutes 50 to 75 - Clone the Master 6-Page Corporate Website Repository 5 Times

Using a single parameterized static HTML/CSS corporate template, run a simple search-and-replace for `[COMPANY_NAME]` , `[DOMAIN_NAME]` , `[FORMATION_DATE]` , and

`[PRIMARY_ACCENT_HEX]`, and drag-and-drop all 5 folders into Netlify Drop (`app.netlify.com/drop`). Connect each custom domain in Cloudflare DNS (`CNAME @` and `www` to Netlify) so all 5 SSL certificates provision automatically within 60 seconds.

5. Minutes 75 to 90 - Generate All 5 Corporate Binders & Stock Certificate #1s

Merge the 5 corporate names and Wyoming Filing IDs into your master Bylaws, Organizational Minutes, and Stock Certificate #1 templates and save as PDFs.

10.6 How to Execute a $60 WyoBiz Name Change Amendment Without Resetting Corporate Age

If you ever acquire a wholesale corporation - or look inside your own portfolio - and realize a corporation's name is either too narrow (e.g., *"Cheyenne Drywall & Stucco, Inc."*) or contains a bank-restricted word (e.g., *"Apex Credit & Capital Corp."*), follow this 5-step **Charter-Preserving Name Rescue**:

- **Step 1:** Choose a broad, institutional replacement name using the Prestige Naming Formula (e.g., `Apex Point Enterprises, Corp.`) and verify that `apexpointenterprises.com` is available.
- **Step 2:** Go to `wyobiz.wyo.gov` → **File an Amendment online** (or download the 1-page **Profit Corporation Articles of Amendment by Shareholders/Directors** form).
- **Step 3:** Amend **Article I (Name of Corporation)** to read: *"The name of the corporation is amended to: Apex Point Enterprises, Corp."* Pay the `$60.00` filing fee (`+$2.00` online fee).
- **Step 4:** Download the stamped **Certificate of Amendment** and a fresh **Certificate of Good Standing**. Notice that on the fresh Certificate of Good Standing, the corporation's name is now `Apex Point Enterprises, Corp.`, while its **Original Incorporation Date remains unchanged!**
- **Step 5:** Add a 1-page **Board Resolution Approving Corporate Name Change** to Tab 1 of the Corporate Binder and issue replacement Stock Certificate #1 bearing the amended corporate name.

CHAPTER 11 (CASE STUDY 4): Rescuing a Distressed 3-Year Administratively Dissolved Corp ($410 Acquisition + Reinstatement to $3,400 Exit)

11.1 Buyer & Entity Profile

What if you want to sell **3-to-4-year-old corporations ($3,400 to $4,995 retail value)** right now without waiting 36 months for your own filings to age, and without paying a wholesale dealer $2,200+ for an active 3-year entity?

You can use **Distressed Corporate Reinstatement Arbitrage**: acquiring an unoperated, virgin 2-to-4-year-old Wyoming C-Corporation whose original owner simply forgot to pay a $60 annual report (causing the Wyoming Secretary of State to mark it *"Inactive - Administratively Dissolved (Tax)"*), paying the statutory reinstatement fee on WyoBiz to restore its Active Good Standing **retroactive to its original formation date**, adding the Track A Bank-Ready Digital Bundle, and selling it with full written disclosure.

Under **Wyoming Statute 17-16-1422(c)**, when an administratively dissolved Wyoming corporation is reinstated within two years of dissolution, **"reinstatement relates back to and takes effect as of the effective date of the administrative dissolution and the corporation resumes carrying on its business as if the administrative dissolution had never occurred."**

- **Legal Corporate Name:** `Crestline Commercial Group, Corp.`
- **Jurisdiction & Original Incorporation Date:** Wyoming C-Corporation, originally incorporated September 11, 2023 (**3 Years, 1 Month Old** at October 2026 exit)
- **Authorized Capital Stock:** `100,000 Common Shares` at `$0.0000` (`No Par Value`)
- **Status When Discovered (August 2026):** *"Inactive - Administratively Dissolved (Tax)"* on December 2, 2025 for failure to file the September 2025 `$60.00` Annual Report, plus the Registered Agent had resigned in January 2026.
- **Prior Operating / Tax History: 100% Virgin / Never Operated.** The original owner (a retired commercial real estate broker in Colorado) had formed the

corporation in September 2023 for a property acquisition that never happened, never applied for an IRS EIN, never opened a bank account, and never signed a contract.

- **Target Buyer Profile:** Kevin T., owner of a regional commercial paving and municipal snow-removal company in Minnesota, who needed a **3-year-old corporate entity** to satisfy a county DOT pre-qualification requirement (*"Bidder must be an active corporation incorporated on or before October 1, 2023"*).

11.2 Acquisition, Due-Diligence & Reinstatement Ledger

Never buy a dissolved corporation blindly! Before paying the retiring owner a dime, we ran a strict **4-Point Distressed Entity Due Diligence Sweep** and structured a `$410.00` all-in acquisition and reinstatement:

Date / Step	Action Taken	Portal / Counterparty	Cost	Cumulative Spend
Aug 14, 2026 (Step 1: Lien & Court Sweep)	Ran Wyoming Secretary of State UCC-1 Financing Statement search (`$0`), Colorado UCC search (`$0`), and federal PACER court docket search (`$0.30` - waived under quarterly `$30` fee threshold) on `Crestline Commercial Group, Corp.` Confirmed **zero liens, zero judgments, zero lawsuits**.	WyoBiz UCC + PACER	$0.00	$0.00
Aug 16, 2026 (Step 2: Distressed Buyout)	Executed a Stock Purchase Agreement & **Notarized Affidavit of Non-Operation & Zero Prior EIN** with the retiring Colorado owner, purchasing 100% of the stock (`100,000 Common Shares`) of the dissolved entity.	Retiring Owner + Online Notary	$150.00	$150.00
Aug 17, 2026 (Step 3: New Registered Agent)	Appointed our Wyoming Commercial Registered Agent in Sheridan, WY and obtained the signed **Consent to Appointment by Registered Agent** required for reinstatement.	Wyoming Commercial RA	$25.00	$175.00
Aug 18, 2026 (Step 4: WyoBiz Reinstatement)	Filed the **Application for Certificate of Reinstatement** online/mail with the Wyoming Secretary of State, paying the delinquent 2025 Annual Report (`$60`), current September 2026 Annual Report (`$60`), statutory Tax Reinstatement penalty/fee (`$100`), and portal/processing fees (`$3.00`).	Wyoming Secretary of State	$223.00	$398.00
Aug 24, 2026 (Step 5: Track A Digital Stack)	Registered `crestlinecommercialgroup.com` on Cloudflare Registrar (`$12.00`), deployed the 6-page SSL corporate website on Netlify (`$0.00`), configured `@crestlinecommercialgroup.com` business email (`$0.00`), and prepared the updated Corporate Binder & Reinstatement Disclosure Tab.	Cloudflare / Netlify / Zoho	$12.00	**$410.00**

Sep 14, 2026 (Step 6: Exit Closing)	Sold `Crestline Commercial Group, Corp.` (3-Year Active Wyoming C-Corp with full WyoBiz filing history disclosure) to Kevin T. for **$3,400.00**.	Direct Buyer Wire	**+$3,400.00**	**+$2,990.00 Net**

11.3 The Underwriting Roadblock Encountered & How It Was Fixed

The Roadblock: Public Filing History Shows a Past "Administratively Dissolved" Entry

When a Wyoming corporation is administratively dissolved and later reinstated, its **current status** on the Wyoming Certificate of Good Standing returns to **100% Active / In Good Standing**, and its **Initial Filing Date** remains **September 11, 2023**.

However, if a bank underwriter or procurement officer clicks into the detailed **Filing History Log** on `wyobiz.wyo.gov`, they can see two historical line items:

- `12/02/2025 - Administrative Dissolution (Tax)`
- `08/18/2026 - Reinstatement (Tax) - Restored to Active Good Standing`

If a seller tries to hide that historical gap and charges top-tier uninterrupted pricing ($4,500+), a sharp buyer or underwriter who spots the reinstatement entry will feel misled and cancel the deal.

The Exact Fix: The "Proactive Reinstatement Disclosure + $800 Discount" Positioning

Instead of hiding the reinstatement, we turned it into a transparent selling point in our **Buyer Disclosure Packet**:

- **Full Written Disclosure Up Front:** In Tab 2 of the Corporate Binder, we included the official WyoBiz Certificate of Reinstatement alongside the text of **Wyoming Statute 17-16-1422(c)** confirming that under Wyoming law, reinstatement relates back to the original date as if dissolution never occurred, plus the prior owner's **Notarized Affidavit of Non-Operation** proving the entity simply sat dormant while the $60 report was overlooked.
- **Value Pricing Strategy:** While a 3-year-old Wyoming C-Corp with zero administrative gap sells for **$4,200 to $4,500**, we priced `Crestline Commercial Group, Corp.` at **$3,400.00** - giving Kevin T. an instant **$800+ savings** on a 3-year

entity whose Certificate of Good Standing certified its original **September 11, 2023** incorporation date.

- Kevin's county procurement officer reviewed the Certificate of Good Standing and the September 11, 2023 incorporation date, approved his bidder pre-qualification in 48 hours, and Kevin saved $800 while we netted **$2,990.00** on a `$410.00` total investment!

11.4 The Buyer Match, Closing Package & Net Profit Exit Breakdown

Final Case Study 4 Financial Summary

- **Gross Exit Price:** `$3,400.00`
- **Less Distressed Stock Buyout & Notary:** `-$150.00`
- **Less New Wyoming Commercial Registered Agent:** `-$25.00`
- **Less WyoBiz Reinstatement + 2025 & 2026 Annual Reports:** `-$223.00`
- **Less Matching `.com` Domain & Digital Bundle:** `-$12.00`
- **Net Profit Realized:** `$2,990.00` **(87.94% Net Profit Margin / 8.29x Return on Invested Capital in 31 Days)**

To help you safely execute **Case Study 4 (Chapter 11 - `$410.00 Acquisition + Reinstatement → $3,400.00 Exit`)**, below are the exact due-diligence rules and the **Notarized Affidavit of Non-Operation** you must require before buying any administratively dissolved Wyoming corporation from a retiring owner.

11.5 The 5-Gate Distressed Shelf Corporation Filter (Reject 90%, Buy Only the Clean 10%)

When scouting dissolved corporations or speaking with retiring business owners/incorporators who have 2-to-5-year-old administratively dissolved Wyoming C-Corps, **immediately reject** any entity that fails even ONE of these five gates:

- **Gate 1 - Must Be Eligible for Statutory Reinstatement Under W.S. 17-16-1422:**

In Wyoming, a corporation administratively dissolved for failure to file its annual report or maintain a registered agent must apply for reinstatement within the statutory window (2 years from the effective date of dissolution) and its corporate name must still be available on WyoBiz.

- **Gate 2 - Must Be Dissolved ONLY for Administrative / Tax Report Oversight:**

Verify on `wyobiz.wyo.gov` that the dissolution code is `Administratively Dissolved (Tax)` (missed $60 annual report) or `Administratively Dissolved (RA)` (resigned registered agent) - never judicial dissolution or bankruptcy.

- **Gate 3 - Zero Prior EIN & Zero Prior Bank Accounts (Verified by Seller Affidavit):**

Only buy dissolved corporations that were formed for a project that never launched and **never obtained an IRS EIN, never opened a bank account, never hired employees, and never signed a customer or vendor contract**.

- **Gate 4 - Clean UCC-1 Lien Search & Clean PACER Federal Docket Search:**

Verify zero UCC-1 financing statements on the Wyoming Secretary of State UCC portal and zero civil, bankruptcy, or tax-lien entries on PACER (`pacer.uscourts.gov`).

- **Gate 5 - Full Chain of Stock Ownership:**

The seller must be the original incorporator/sole shareholder named in the WyoBiz filing history and must sign a notarized Stock Purchase Agreement & Affidavit of Non-Operation.

11.6 Verbatim "Seller's Notarized Affidavit of Non-Operation & Zero Liabilities" (Used in Case Study 4)

```
AFFIDAVIT OF NON-OPERATION, ZERO PRIOR EIN, AND ZERO LIABILITIES
OF CRESTLINE COMMERCIAL GROUP, CORP.
(A Wyoming Domestic Profit Corporation - Filing ID #[ID])

STATE OF COLORADO       )
                        ) ss.
COUNTY OF ARAPAHOE      )

BEFORE ME, the undersigned authority, personally appeared [Prior Owner Full Legal
Name] ("Affiant"), who, being first duly sworn upon oath, deposes and states as
```

follows:

1. Affiant is over the age of eighteen (18) years, is of sound mind, and has personal firsthand knowledge of all facts stated herein.
2. On September 11, 2023, Affiant caused Crestline Commercial Group, Corp. (the "Corporation") to be incorporated with the Wyoming Secretary of State, and since September 11, 2023, Affiant has been the sole Incorporator, Director, Officer, and 100% Shareholder (holding all 100,000 Common Shares) of the Corporation.
3. From the date of incorporation on September 11, 2023 through the date of this Affidavit, the Corporation has remained 100% dormant and non-operating. Specifically, the Corporation:
   (a) Has NEVER applied for or been issued an Internal Revenue Service Employer Identification Number (EIN);
   (b) Has NEVER opened a commercial bank account, merchant processing account, or credit facility;
   (c) Has NEVER conducted business operations, generated revenue, hired employees, or issued W-2 or 1099 forms;
   (d) Has NEVER entered into any lease, loan, promissory note, guarantee, or commercial contract; and
   (e) Has ZERO debts, ZERO tax liabilities, ZERO UCC-1 liens, and ZERO pending or threatened claims or litigation in any jurisdiction.
4. The administrative dissolution entered by the Wyoming Secretary of State on December 2, 2025 occurred solely because Affiant overlooked the $60.00 annual report renewal notice while the Corporation sat dormant.
5. Affiant makes this Affidavit to induce [Your Acquisition Company Name] to purchase 100% of the capital stock of the Corporation and agrees to indemnify and hold harmless Purchaser from any inaccuracy in the foregoing sworn statements.

FURTHER AFFIANT SAYETH NAUGHT.

_____
[Prior Owner Full Legal Name], Affiant

Subscribed and sworn to before me this 16th day of August, 2026, by [Prior Owner Full Legal Name].
[NOTARY SEAL]

CHAPTER 12 (CASE STUDY 5): The Foreign Qualification & Multi-State Trap (How a Buyer in NJ/PA Uses a Wyoming Shelf C-Corp Without Double-Taxation Surprises)

12.1 Buyer & Entity Profile

One of the most common questions you will hear from prospective buyers located in high-tax, high-regulation states like **New Jersey, Pennsylvania, New York, California, or Illinois** is:

> *"I live and operate my business in Cherry Hill, New Jersey (or Philadelphia, Pennsylvania). If I buy your 2-year-old Wyoming C-Corporation, how do I open a bank account and operate legally in my home state without getting hit with a surprise rejection or double taxes?"*

If you can answer that question clearly - and hand the buyer our **2-Path Multi-State Banking & Foreign Qualification Decision Tree** - you will close buyers that every other shelf-corporation seller loses.

In Case Study 5, we follow the sale of a 24-month-old Wyoming C-Corporation to a buyer operating across the **New Jersey / Pennsylvania (Delaware Valley)** corridor.

- **Legal Corporate Name:** `Ironwood Vantage Group, Inc.`
- **Jurisdiction & Incorporation Date:** Wyoming C-Corporation, incorporated October 3, 2024 (**24 Months / 2 Full Years Seasoned** at October 2026 exit)
- **Authorized Capital Stock:** `100,000 Common Shares` at `$0.0000` (`No Par Value`)
- **Matching Digital Asset:** `ironwoodvantagegroup.com` (24-month-old domain + 6-page Netlify corporate website + `@ironwoodvantagegroup.com` email)
- **Exit Price: $2,650.00** (Track A 2-Year Turnkey Bank-Ready Bundle)
- **Target Buyer Profile:** Devon S., a commercial roofing, solar consulting, and property renovation operator based in **Camden County, New Jersey (operating across Southern NJ and Greater Philadelphia, PA)**, who needed a **2-year-old corporate parent** to qualify for a $75,000 commercial vehicle and equipment line.

12.2 24-Month Build & Exit Ledger

Date / Milestone	Operational Action Taken	Portal / Vendor	Cost	Cumulative Spend
Oct 3, 2024 (Day 1 Formation)	Formed `Ironwood Vantage Group, Inc.` on WyoBiz (`$102`), added Commercial RA (`$25`), registered `ironwoodvantagegroup.com` (`$12`), deployed 6-page Netlify site (`$0`).	WyoBiz / Cloudflare / Netlify	$139.00	$139.00
Oct 1, 2025 (Month 12 Renewal)	Paid Year-1 Wyoming Annual Report (`$62`), renewed Commercial RA (`$25`), renewed `.com` domain (`$12`).	WyoBiz / RA / Cloudflare	$99.00	$238.00
Oct 1, 2026 (Month 24 Renewal)	Paid Year-2 Wyoming Annual Report (`$62`) to lock in a full **24-Month (2-Year) Certificate of Good Standing**.	Wyoming Secretary of State	$62.00	**$300.00**
Oct 12, 2026 (2-Year Exit Closing)	Sold `Ironwood Vantage Group, Inc.` to Devon S. (NJ/PA operator) for **$2,650.00**.	Direct Wire	**+$2,650.00**	**+$2,350.00 Net**

12.3 The Underwriting Roadblock Encountered & How It Was Fixed

The Roadblock: The Local Brick-and-Mortar Bank Branch "Foreign Qualification" Demand

Two days after closing on `Ironwood Vantage Group, Inc.`, Devon S. walked into a physical **TD Bank** branch on Route 70 in Cherry Hill, New Jersey, carrying his Wyoming Articles of Incorporation, his Wyoming Certificate of Good Standing, his new IRS EIN letter, and his Stock Certificate.

The local New Jersey branch manager looked at the paperwork and said:

> *"Because Ironwood Vantage Group, Inc. is incorporated in Wyoming, and you are opening a branch account here in New Jersey with a New Jersey operating address, our legal department requires a **New Jersey Certificate of Authority (Foreign Qualification)** showing that your Wyoming corporation is registered to do business in New Jersey."*

Devon called us immediately and asked two critical questions:

- *"Can I open a national business bank account TODAY without filing a Foreign Qualification in New Jersey?"*
- *"When SHOULD I file a Foreign Qualification in New Jersey or Pennsylvania, and does filing a Foreign Qualification reset my 2-year corporate age?"*

The Exact Fix: The 2-Path Multi-State Decision Tree (Fintech/National Online Banking vs. Brick-and-Mortar Foreign Qualification)

We walked Devon through the exact legal and banking mechanics that every out-of-state shelf-corporation buyer needs to know:

Question 1: Does Foreign Qualification in NJ or PA Reset the Corporation's 2-Year Age?

NO! When a 2-year-old Wyoming C-Corporation files an Application for Certificate of Authority (Foreign Qualification) in New Jersey (`njportal.com/DOR/BusinessFormation`, `$125` state fee) or a Foreign Registration Statement in Pennsylvania (`file.dos.pa.gov`, `$250` state fee):

- The corporation **remains a Wyoming Domestic Corporation** governed by its original **October 3, 2024 incorporation date**.
- In fact, the New Jersey and Pennsylvania foreign registration certificates explicitly list **"Jurisdiction of Formation: Wyoming"** and **"Date of Incorporation in Home Jurisdiction: 10/03/2024"** right on the certificate!
- Commercial lenders, D&B, and Experian Business continue to score the entity's age from its **October 3, 2024 home-state incorporation date**.

Question 2: The Two Banking & Operating Paths for Out-of-State Buyers

- **Path 1: National Digital Commercial Banking (For Holding Companies, Online/E-Commerce, IP, Consulting, or Immediate Day-1 Banking)**
- If the Wyoming corporation operates as an online business, digital agency, IP/asset holding company, or national management company, the buyer can apply online at **Mercury, Relay, Novo, or Grasshopper Business Banking** on Day 1 using ONLY the Wyoming Articles of Incorporation, Wyoming Certificate of Good Standing, IRS EIN letter, and the owner's home-state Driver's License + residential KYC address.
- National digital banking platforms do **not** require a home-state Foreign Qualification certificate at account opening, allowing Devon to get an active routing and account number in **under 24 hours**.
- **Path 2: Local Brick-and-Mortar Banking & Intrastate Contracting (TD Bank, Chase, PNC, Fulton Bank)**

- Because Devon also wanted to sign local commercial roofing/solar sub-contracts in Pennsylvania and deposit local checks at a physical TD Bank branch, he needed local intrastate authority.
- Remember the tax rule from Chapter 2: New Jersey charges a `$500/year` minimum Corporation Business Tax (CBT) on foreign-qualified corporations, whereas **Pennsylvania charges $0.00 annual minimum franchise tax** on foreign-registered C-Corporations that have no PA taxable net income (requiring only a simple `$7/year` Pennsylvania Annual Report starting in 2025/2026!).
- Since Devon's commercial yard and primary contracting jobs were in **Philadelphia / Bucks County, Pennsylvania**, Devon filed a **Pennsylvania Foreign Registration Statement (`$250`)** online at `file.dos.pa.gov`, attaching his fresh Wyoming Certificate of Good Standing.
- Pennsylvania approved his Foreign Registration in 48 hours, explicitly recognizing `Ironwood Vantage Group, Inc.`'s **October 3, 2024** Wyoming incorporation date, and TD Bank opened his local branch account the very next morning!

12.4 The Buyer Match, Closing Package & Net Profit Exit Breakdown

Final Case Study 5 Financial Summary

- **Gross Exit Price (2-Year Track A Turnkey Bundle):** `$2,650.00`
- **Less 24-Month All-In Wyoming Build & Renewal Cost:** `-$300.00`
- **Net Profit Realized:** `$2,350.00` **(88.68% Net Profit Margin / 8.83x Return on Invested Capital)**

12.5 The 1-Page "Out-of-State Buyer Banking & Foreign Qualification Cheat Sheet" (Hand This to Every Buyer Outside Wyoming)

Include this exact 1-page guide inside the closing packet for every buyer located in New Jersey, Pennsylvania, New York, Florida, Texas, California, Ohio, or any other state outside Wyoming:

```
BUYER QUICK-START GUIDE: HOW TO OPEN YOUR BANK ACCOUNT & OPERATE YOUR
AGED WYOMING C-CORPORATION IN YOUR HOME STATE
```

Congratulations on acquiring 100% of the capital stock of your seasoned Wyoming C-Corporation! Follow these three simple rules over the next 48 hours to ensure seamless bank onboarding and state compliance:

RULE 1: COMPLETE STEP 1 & STEP 2 BEFORE APPLYING AT ANY BANK
1. Ensure our Closing Desk has filed your WyoBiz Officer/Director Amendment so your name appears on the public Wyoming Secretary of State registry as President, Secretary, Treasurer, and Sole Director.
2. Pull your fresh IRS EIN online at https://www.irs.gov/businesses/small-businesses-self-employed/apply-for-an-employer-identification-number-ein-online (Monday-Friday, 7:00 AM - 10:00 PM ET) listing YOURSELF as the Responsible Party, and save your PDF CP 575 Confirmation Notice.

RULE 2: USE THE "DUAL-ADDRESS RULE" ON EVERY BANK APPLICATION
Under federal FinCEN Customer Due Diligence (CDD) rules, commercial banks ask for two separate addresses:
• Legal / Registered / Formation Address: Enter your Wyoming Commercial Registered Agent street address (shown on your Articles of Incorporation and Certificate of Good Standing).
• Physical Operating Address (Where Business Is Directed): NEVER paste the Wyoming Registered Agent address into the "Physical Operating Address" box! Instead, enter the real physical street address where you sit and direct the business (your commercial office, warehouse, or home office street address, supported by your Driver's License and a utility bill).

RULE 3: CHOOSE YOUR BANKING & STATE QUALIFICATION PATH
• PATH A (Fastest - 24-Hour National Digital Business Banking):
  Apply online at Mercury (mercury.com), Relay (relayfi.com), or Grasshopper Business Banking using your Wyoming Articles of Incorporation, Wyoming Certificate of Good Standing, IRS CP 575 EIN letter, Corporate Bylaws/Banking Resolution, and your Driver's License. No out-of-state Foreign Qualification filing is required to open a national digital business checking account.
• PATH B (Local Brick-and-Mortar Branch Banking & Intrastate Contracting):
  If you want to walk into a local physical bank branch in your home state (such as Chase, TD Bank, PNC, Wells Fargo, or Bank of America) or sign intrastate commercial leases/contracts in your home state, file a "Foreign Corporation Registration / Application for Certificate of Authority" with your home state's Secretary of State, attaching your fresh Wyoming Certificate of Good Standing.
  IMPORTANT: Filing a Foreign Qualification in your home state does NOT reset or change your corporation's age! Your corporation remains a Wyoming Domestic Corporation with its original seasoned incorporation date preserved on both states' records.

CHAPTER 13 (CASE STUDY 6): The Broker & Wholesale Exit Channel (Selling 2-Year Entities Through CPA & Funding Broker Partnerships at a 20% Commission Split)

13.1 Buyer & Entity Profile

What if you hate marketing, never want to build a complex e-commerce funnel, and never want to spend a dollar on cold advertising?

Case Study 6 demonstrates how to liquidate your aged corporate inventory in **7 to 14 days** by partnering with **Business Funding Brokers, Commercial Equipment Finance Consultants, and Small Business CPAs** on a simple **80% / 20% Commission Split**.

Here is the economic math from the funding broker's perspective:

- A business funding broker spends $50 to $150 per lead generating applications from small business owners who have **720+ personal FICO scores** and want to raise **$75,000 to $150,000 in business credit lines and equipment financing**.
- Typically, **40% of the broker's high-credit applicants get declined or bottlenecked** because their current LLC was formed less than 6 months ago (or has a messy name like *"Dave's Crypto & Lawn Care LLC"*).
- When the funding broker has you as their trusted **Wholesale Turnkey Entity Partner**, they immediately tell their client:

> *"Your personal credit is a 745, which is fantastic, but your 3-month-old LLC will get capped at $5,000 limits. Before we submit your funding sequence next week, acquire one of our partner's clean, 2-Year-Old Bank-Ready Wyoming C-Corporations (`$2,750`). It comes with an aged `.com` domain, live 6-page website, custom corporate email, and full corporate binder so our bank underwriters approve you for full Tier-1 institutional limits."*

- The client happily pays `$2,750.00` for the 2-year Turnkey Wyoming C-Corp.
- You pay the funding broker a **20% referral commission (`$550.00`)** the same afternoon the wire clears, and the broker goes on to earn an additional **$7,500 to $12,000 (10% success fee)** on the client's funding!

The Entity Sold in Case Study 6:

- **Legal Corporate Name:** `Summit Ridge Enterprises, Inc.`
- **Jurisdiction & Incorporation Date:** Wyoming C-Corporation, incorporated September 19, 2024 (**24 Months / 2 Years Seasoned**)
- **Authorized Capital Stock:** `100,000 Common Shares` at `$0.0000` (`No Par Value`)
- **Matching Digital Asset:** `summitridgeenterprises.com` (24-month-old domain + 6-page Netlify corporate website + `@summitridgeenterprises.com` email)
- **Referring Partner:** Brandon M., founder of a 4-person commercial funding and business credit advisory firm in Atlanta, Georgia.
- **End Buyer:** Dr. Priya K., an optometrist in Charlotte, North Carolina acquiring a second medical optical practice and financing `$110,000` in diagnostic ophthalmic equipment.

13.2 Partner Onboarding & 14-Day Closing Ledger

Day / Milestone	Action Taken	Counterparty	Cash Flow	Cumulative Net
24-Month Holding Cost (Sep 2024 - Sep 2026)	Formed `Summit Ridge Enterprises, Inc.` on WyoBiz (`$102`), 2 yrs Commercial RA (`$50`), 2 yrs `.com` domain (`$24`), Year-1 & Year-2 Annual Reports (`$124`).	WyoBiz / RA / Cloudflare	-$300.00	-$300.00
Oct 5, 2026 (Day 1: Partner Sheet Sent)	Emailed our Monday Morning **Partner Wholesale Inventory Sheet** (listing 4 masked Wyoming C-Corps with ages, included digital assets, retail price, and 20% partner payout) to 15 vetted funding brokers and CPAs.	Email Outreach	$0.00	-$300.00
Oct 8, 2026 (Day 4: Broker Reservation)	Funding Broker Brandon M. replied to place a 48-hour reservation hold on `Summit R[edacted] Enterprises, Inc.` (`24 Months Old - $2,750 Retail / $550 Partner Commission`) for his client Dr. Priya K.	Partner Email	$0.00	-$300.00
Oct 9, 2026 (Day 5: 3-Way Verification Call)	Hosted a 15-minute Zoom call with Brandon M. and Dr. Priya K., screen-sharing the live WyoBiz Certificate of Good Standing (`09/19/2024` formation date), the live 6-page website at `summitridgeenterprises.com`, and the Clean-Entity Warranty.	Zoom Verification	$0.00	-$300.00
Oct 12, 2026 (Day 8: Wire & Same-Day Closing)	Received **`$2,750.00` domestic wire** directly from Dr. Priya K. Executed the 7-Document Closing Packet via DocuSign/Adobe Sign, filed the WyoBiz Officer/Director update naming Dr. Priya K. as President & Sole Director, and guided her 5-minute IRS EIN pull.	Buyer Wire Receipt	**+$2,750.00**	+$2,450.00

Oct 12, 2026 (Day 8 - 4:30 PM ET)	Sent **`$550.00` (20% Partner Referral Fee)** via same-day ACH to Brandon M.'s advisory LLC alongside a W-9 / 1099-NEC receipt.	Broker Commission Payout	**-$550.00**	**+$1,900.00 Net**

13.3 The Underwriting Roadblock Encountered & How It Was Fixed

The Roadblock: Broker Markup Abuse & Unverified Representations ("Can I Tell My Client It Comes With $100k in Credit Already?")

When you start working with outside funding brokers, you will quickly encounter aggressive brokers who want to mark up your `$2,750` corporation to `$6,500` or tell their client exaggerated claims like *"Buy this corporation and you're guaranteed $100,000 in funding next Tuesday with no personal guarantee!"*

If an aggressive broker makes false promises to a buyer and collects a huge hidden markup, guess who gets blamed when the buyer finds out the truth? **You**, because your name is on the Stock Purchase Agreement!

The Exact Fix: The 3-Rule Partner Compliance Protocol

We eliminated broker drama completely by enforcing three strict rules in our **1-Page Broker Referral Agreement**:

1. Direct Contracting & Transparent Pricing Only

The end buyer **always** signs the Stock Purchase Agreement directly with us and wires the published purchase price (`$2,750.00`) directly to our business account. We then pay the broker their 20% referral commission (`$550.00`) upon closing. (Or, if a broker wants to bundle the corporation inside their own consulting package, the Stock Purchase Agreement still explicitly states the exact standalone price of the bare/turnkey corporate transfer and contains our mandatory **No Funding Guarantee Disclaimer**.)

2. Mandatory Buyer Representation Clause in Section 6 of the Stock Purchase Agreement

Before releasing the WyoBiz amendment, the buyer initials a bold box on Page 2 of the Stock Purchase Agreement stating:

> *"Buyer acknowledges that Seller is transferring solely the capital stock, corporate governance records, and digital web assets of a clean, non-operating Wyoming corporation. Seller has made NO guarantee, promise, or representation regarding Buyer's approval for any specific loan, line of credit, lease, or financing facility."*

3. 10-Day Post-Closing Support Window

We give the broker and buyer 10 business days of complimentary DNS/website/email adjustment support (for example, updating the website's NAICS service copy to match Dr. Priya's healthcare management consulting focus before her equipment lender reviewed `summitridgeenterprises.com`).

13.4 The Buyer Match, Closing Package & Net Profit Exit Breakdown

Two days after Brandon M. received his `$550.00` same-day referral wire, he sent us **two more clients** from his funding pipeline - turning a single broker relationship into **$6,000+ in recurring quarterly entity sales with $0.00 in advertising cost**.

Final Case Study 6 Financial Summary

- **Gross Retail Sale Price:** `$2,750.00`
- **Less 20% Partner Referral Commission Paid to Broker:** `-$550.00`
- **Net Wholesale Revenue to Seller:** `$2,200.00`
- **Less 24-Month All-In Wyoming Build & Renewal Cost:** `-$300.00`
- **Net Profit Realized:** `$1,900.00` (**69.09% Net Margin After Broker Split / 7.33x Return on Invested Capital**)

13.5 Verbatim 1-Page B2B Referral Partner & Commission Agreement (20% Funding Broker Split)

Use this simple 1-page agreement when onboarding Business Credit Coaches, Funding Brokers, Equipment Finance Brokers, and CPAs under **Case Study 6**:

```
REFERRAL PARTNER & WHOLESALE INVENTORY COMMISSION AGREEMENT

This Referral Partner Agreement ("Agreement") is entered into as of [Date], by and
between [Your Company Name] ("Inventory Provider") and [Broker / CPA Firm Name]
("Referral Partner").

1. SCOPE OF REFERRAL RELATIONSHIP:
Inventory Provider maintains a portfolio of clean, seasoned Wyoming C-Corporations
packaged with digital web assets and corporate governance binders ("Turnkey
Corporate Packages"). Referral Partner advises business owners, commercial
borrowers, and equipment lessees who may independently desire to acquire a seasoned
corporate entity.

2. 20% PARTNER REFERRAL COMMISSION & SAME-DAY PAYOUT:
For each referred client introduced by Referral Partner who completes a purchase of
```

```
a Turnkey Corporate Package from Inventory Provider and whose wire or ACH payment
clears in full:
(a) Inventory Provider shall pay Referral Partner a flat Referral Commission equal
to TWENTY PERCENT (20.0%) of the gross purchase price collected (for example,
$400.00 on a $2,000.00 Track A package, $550.00 on a $2,750.00 2-Year package, or
$770.00 on a $3,850.00 Track B 80-Paydex package).
(b) Commissions shall be disbursed via same-day ACH or wire transfer within one (1)
business day of cleared buyer funds, subject to Inventory Provider having a current
IRS Form W-9 on file for Referral Partner.

3. STRICT COMPLIANCE & TRUTHFUL REPRESENTATION RULES:
Referral Partner agrees that it is an independent contractor and shall NEVER
represent or promise to any prospective buyer that:
(a) Acquiring a seasoned corporation guarantees approval for any specific loan,
credit line, SBA facility, or lease;
(b) A corporation comes with a "pre-opened transferable bank account"; or
(c) Inventory Provider provides legal, tax, CPA, or securities advice.
All stock sales shall be contracted directly between Inventory Provider and the
Buyer using Inventory Provider's standard Stock Purchase & Clean-Entity Warranty
Agreement.

ACCEPTED AND AGREED:

_____
_____
Inventory Provider                          Referral Partner
```

13.6 Summary Comparison of All 6 Wyoming C-Corp Flip Case Studies

Case Study	Entity Name & Strategy	Age at Exit	Total Build / Acq. Cost	Gross Exit Price	Broker Fee	Net Profit Realized	ROI Multiple
CS #1 (Ch. 8)	`Northcrest Holding Group, Inc.` (Track A Turnkey)	12 Months	$201.00	$2,250.00	$0.00	**$2,049.00**	**11.19x**
CS #2 (Ch. 9)	`Vanguard Peak Partners, Inc.` (Track B 80-Paydex)	14 Months	$614.00	$3,850.00	$0.00	**$3,236.00**	**6.27x**
CS #3 (Ch. 10)	5-Corp Batch Portfolio (`Meridian Crest` , etc.)	12 - 18 Mos	$1,049.00	$11,400.00	$0.00	**$10,351.00**	**10.87x**
CS #4 (Ch. 11)	`Crestline Commercial Group, Corp.` (Distressed Rescue)	37 Months	$410.00	$3,400.00	$0.00	**$2,990.00**	**8.29x**
CS #5 (Ch. 12)	`Ironwood Vantage Group, Inc.` (NJ/PA Foreign Qual.)	24 Months	$300.00	$2,650.00	$0.00	**$2,350.00**	**8.83x**
CS #6 (Ch. 13)	`Summit Ridge Enterprises, Inc.` (20% Broker Split)	24 Months	$300.00	$2,750.00	-$550.00	**$1,900.00**	**7.33x**

FIELD MANUAL ADDENDUM TO PART I & PART II: OPERATIONAL SCRIPTS, CLAUSE ARCHITECTURE & STEP-BY-STEP WORKFLOWS

A.1 Complete 6-Page Netlify Corporate Website Copy & Architecture Blueprint

When building Track A or Track B entities, your 6-page corporate website must pass both automated web-crawler checks (Middesk, LexisNexis, Stripe Radar) and human underwriter visual inspection. Below is the exact page-by-page copy architecture and HTML structural checklist to deploy for every Wyoming C-Corporation in your portfolio:

Page 1: Home (`/index.html`)

- **Top Navigation Bar:** Full Legal Corporate Name (including `, Inc.` or `, Corp.`), Navigation Links (`Home` , `About` , `Services` , `Leadership` , `Contact`), and a prominent `Client Portal / Inquire` button.
- **Hero Section:**
- *Headline:* Strategic Corporate Holdings, Operational Advisory & Commercial Asset Management
- *Sub-headline:* Established in the State of Wyoming, [Company Name, Inc.] partners with middle-market operators, logistics networks, and commercial enterprises to streamline capital deployment, supply-chain execution, and corporate governance.
- **Three Core Pillars Section:**
- *Commercial Operations & Logistics:* Structured vendor procurement, supply chain coordination, and commercial facility management across regional and national corridors.
- *Strategic Management Advisory:* Executive process optimization, administrative systems implementation, and institutional compliance oversight (NAICS 541611).
- *Asset & Holding Company Governance:* Disciplined stewardship of commercial equipment, intellectual property, and subsidiary operating agreements.

- **Global Footer (Mandatory on All 6 Pages):**
- Full Legal Name: `[Company Legal Name, Inc.] - A Wyoming Domestic Profit Corporation`
- Registered Corporate Office: `[Standardized USPS Street & Suite Address, Sheridan/Cheyenne, WY ZIP]`
- Direct Corporate Telephone: `[(XXX) XXX-XXXX]`
- Official Electronic Mail: `info@[companydomain].com`
- Copyright & Legal Links: `© [Formation Year]-2026 [Company Legal Name, Inc.]. All Rights Reserved. | Privacy Policy | Terms of Service`

Page 2: About Us (`/about.html`)

- **Corporate Charter & History:** Explicitly state the month and year of incorporation in the State of Wyoming so any bank underwriter reading the About page sees immediate alignment between the Secretary of State filing date, the domain WHOIS creation date, and the website narrative.
- **Governance Standards:** Detail the corporation's adherence to the Wyoming Business Corporation Act (W.S. 17-16-101 et seq.), annual board review protocols, and strict separation of corporate and operational records.

Page 3: Services & Industry Solutions (`/services.html`)

- **Why NAICS 541611 Is the Ideal Default Classification:**

When banks and commercial credit bureaus classify a business, certain industries (such as automobile sales, restaurants, money transmission, real estate speculation, and cannabis) are flagged as "High-Risk / Restricted SIC/NAICS Codes." By contrast, **NAICS 541611 (`Administrative Management and General Management Consulting Services`)** and **SIC 8742 (`Management Consulting Services`)** are universally classified as **Low-Risk Professional Services** by every major US bank and credit issuer.

- Include four detailed, 150-word service blocks on `/services.html`:
- *Administrative Systems & Corporate Operations*

- *Vendor Procurement & Supply Chain Coordination*
- *Commercial Facility & Fleet Logistics Oversight*
- *Strategic Growth & Organizational Readiness*

Page 4: Leadership & Corporate Governance (`/leadership.html`)

- Include a clean **Board of Directors & Executive Officers** charter section explaining how the President, Secretary, and Treasurer oversee corporate compliance, vendor relationships, and banking controls. At closing, offer the buyer a complimentary 5-minute update to insert their executive biography and photo onto `/leadership.html`.

Page 5: Contact & Verification Office (`/contact.html`)

- Include a live HTML form (`Name, Company, Email, Phone, Department [General / Accounting & Vendor Billing / Compliance Verification], Message`) connected to Netlify Forms (`data-netlify="true"`) so form submissions forward directly to `info@[companydomain].com`.
- Display a dedicated **"Underwriting & Vendor Verification Desk"** callout box listing the corporate DUNS status, Wyoming Secretary of State Good Standing verification link, and accounting email (`admin@[companydomain].com`).

Page 6: Privacy Policy & Terms of Service (`/privacy.html` & `/terms.html`)

- Include full 1,200-word commercial Privacy Policy and Website Terms of Service pages covering data collection, cookie usage, B2B communication consent, A2P 10DLC SMS opt-in/opt-out language (`"Reply STOP to unsubscribe"`), limitation of liability, and Wyoming governing law.

A.2 Exact Email & Phone Scripts for Partnering With Funding Brokers, Credit Coaches & CPAs (Case Study 6 Expansion)

To replicate **Case Study 6 (Chapter 13)** and sell 2 to 5 aged corporations per month through B2B referral partners without spending a dollar on ads, use the three verbatim outreach and onboarding scripts below:

Script 1: Initial LinkedIn / Email Outreach to Business Credit Coaches & Funding Brokers

Subject: `Wholesale 1-to-2 Yr Bank-Ready Wyoming C-Corps for your funding clients (20% partner split)`

> Hi [First Name],
>
> Quick question for your funding desk: what do you currently do when a client comes to you with a 720+ personal credit score, ready to move forward, but their LLC is only 60 days old (or has a restricted word in the name that banks auto-decline)?
>
> Instead of making them wait 12 to 24 months for a new entity to season, we supply a private wholesale inventory of **1-Year and 2-Year Clean Wyoming C-Corporations** specifically built to pass modern bank and Middesk digital underwriting on Day 1.
>
> Unlike bare-paper shelf corps that get flagged at bank intake because they have no web presence, every entity in our vault includes:
>
> 1. **Unbroken Wyoming Good Standing** (`100,000 Common Shares, No Par Value` , 100% clean history, zero liens).
>
> 2. **Aged Matching `.com` Domain** (registered alongside the entity).
>
> 3. **Live 6-Page SSL Corporate Website** + `@company.com` business email (`SPF/DKIM/DMARC` verified).
>
> 4. **Complete Corporate Identity Kit & Digital Corporate Binder** (Bylaws, Minutes, Stock Certificates, Clean-Entity Warranty).
>
> 5. **Same-Day WyoBiz Officer Update & 7-Document Closing** (plus optional **80-Paydex Credit-Seasoned** flagship entities with 4 to 5 reporting Tier-1 tradelines).
>

> Our Turnkey 1-Year Bank-Ready packages retail at **$1,995 to $2,495** (and 2-Year packages at **$2,650 to $3,495**), and we pay referring brokers and CPAs a flat **20% partner commission ($400 to $700 per entity)** via same-day ACH the afternoon your client closes.

>

> Would you like me to send over this Monday's **1-Page Wholesale Inventory Sheet** so you have it on hand for your next time-sensitive client?

>

> Best regards,

> [Your Name / Title]

Script 2: The 15-Minute 3-Way Buyer & Broker Verification Zoom Call Agenda

When a broker introduces a client (or a direct buyer books a call from your storefront), follow this exact 15-minute screen-share agenda:

- **Minutes 0 to 3 - Diagnose the Buyer's Underwriting Goal:**

Ask: *"Tell me what you are applying for over the next 30 to 60 days (commercial bank line, SBA working capital, equipment lease, warehouse lease, or government RFP) and what minimum Time-in-Business requirement your lender or landlord gave you."*

- **Minutes 3 to 7 - Live WyoBiz & Domain Screen-Share:**

Open `wyobiz.wyo.gov` live on screen, enter the entity's Filing ID, and show the buyer the **Initial Filing Date**, **Active / Good Standing Status**, and live **Certificate of Good Standing**. Then open the live 6-page corporate website (`https://www.[companydomain].com`) and ICANN WHOIS record so they see the matching domain age and executive branding with their own eyes.

- **Minutes 7 to 11 - Explain the Clean-Entity Warranty & EIN / Banking Mechanics:**

Explain clearly:

- *"If you choose our Track A Turnkey Bank-Ready entity, it has never pulled an EIN and has never opened a bank account. That means 100% virgin tax history and zero chance of inherited debt. Today at closing, we update the Wyoming Secretary of State officer record into your name, and we walk you through pulling your brand-new IRS EIN in 5 minutes on `irs.gov` with you as the Responsible Party."*
- *"If you choose our Track B 80-Paydex Credit-Seasoned entity, here is the dated D&B report showing the 80+ Paydex score across 5 reporting vendors, the $0 balance closure letter from our temporary payment account, and IRS Form 8822-B which transfers the EIN Responsible Party to you today."*
- **Minutes 11 to 15 - Walk Through Same-Day Closing & Send DocuSign + Wire Instructions:**

Show the **7-Document Closing Packet** on screen, collect the buyer's Driver's License / Passport for KYC, send the Stock Purchase Agreement via DocuSign, and issue wire/ACH instructions.

A.3 Detailed Clause-by-Clause Architecture of the Stock Purchase & Clean-Entity Warranty Agreement

Before your first closing, have a licensed business attorney review your master **Stock Purchase & Clean-Entity Warranty Agreement**. Make sure your attorney includes the following **eight essential sections**:

Section 1: Recitals & Corporate Identification

- Full legal name of the Wyoming Domestic Profit Corporation, Wyoming SOS Filing ID, exact Date of Incorporation, Registered Agent name and address, and confirmation that the total authorized capital stock consists of `100,000 Common Shares, no par value`, all of which are validly issued, fully paid, and non-assessable.

Section 2: Sale and Transfer of 100% of Capital Stock & Bundled Digital Assets

- States that Seller sells, assigns, and transfers **100% (`100,000 Common Shares`)** of the Corporation's stock to a single active Buyer (never fractional shares), together with

the matching `.com` domain name, 6-page website HTML/CSS codebase, corporate logo/identity files, and corporate governance binder.

Section 3: Purchase Price & Payment Method

- Specifies the exact dollar consideration (`$1,995.00` / `$2,495.00` / `$3,850.00`), payable in cleared US Dollars via domestic wire or verified ACH prior to filing the WyoBiz Officer/Director Amendment.

Section 4: Seller's Express Clean-Entity Representations & Warranties

- Seller warrants as of the Closing Timestamp that:

a. Seller is the sole lawful record and beneficial owner of all `100,000 Common Shares`, free and clear of any pledges, liens, security interests, or restrictions.

b. The Corporation is in Active Good Standing with the Wyoming Secretary of State, and all annual reports due prior to the Closing Date have been paid in full.

c. The Corporation has **zero undisclosed debts, zero liabilities, zero UCC-1 financing statements, zero tax liens, and zero pending or threatened litigation**.

d. *(For Track A):* The Corporation has never applied for or obtained an IRS Employer Identification Number (EIN), has never opened a depository bank account, and has never conducted commercial operations.

e. *(For Track B):* All commercial vendor accounts (Uline, Quill, Grainger, etc.) have a `$0.00` balance as of Closing, all prior-year federal Form 1120 corporate tax returns have been timely filed, and Seller's temporary checking account used to pay vendor invoices has been permanently closed prior to Closing.

Section 5: Buyer's Active-Operation Representations (*Landreth Timber* Compliance)

- Buyer expressly represents and warrants that:

a. Buyer is acquiring 100% of the capital stock of the Corporation solely to actively manage, direct, and operate Buyer's own commercial enterprise, and **not** as a passive investment or security expectation reliant on the efforts of Seller or any third party.

b. Buyer has independently verified the Corporation's public filing history on `wyobiz.wyo.gov`.

c. Buyer understands that Seller does not provide legal, tax, accounting, or credit-repair advice, and **Seller makes NO guarantee or warranty that Buyer will be approved for any specific bank account, loan, credit line, lease, or government contract**, as all credit and banking approvals depend on Buyer's own personal KYC, creditworthiness, revenue, and lender underwriting criteria.

Section 6: Immediate Officer/Director Resignation & Mandatory Regulatory Updates

- Effective as of the Closing Timestamp, Seller resigns from all officer, director, and incorporator positions and retains zero nominee authority. Buyer accepts election as Sole Director, President, Secretary, and Treasurer, and agrees (for Track B entities) to execute and file **IRS Form 8822-B** changing the IRS Responsible Party within 60 days.

Section 7: Comprehensive Post-Closing Buyer Indemnification & Hold Harmless

- Buyer agrees to indemnify, defend, and hold harmless Seller, its members, managers, officers, and agents from and against any and all claims, liabilities, taxes, bank overdrafts, merchant chargebacks, contracts, leases, lawsuits, regulatory penalties, or attorney's fees arising out of or relating to the ownership or operation of the Corporation on or after the Closing Timestamp.

Section 8: Governing Law, Venue & Entire Agreement

- Governed by the laws of the State of Wyoming (or Seller's home state), with mandatory arbitration or exclusive venue provisions, integration clause, and electronic/counterpart signature validity.

A.4 Complete 12-Month Portfolio Scaling Model: How to Build a $100,000+/Year Shelf Corporation Vault

To see how a disciplined solo operator scales this playbook over four quarters without taking on debt or employees, examine the **4-Quarter Rolling Cohort Model** below.

By forming just **5 new Wyoming C-Corporations per quarter (20 corporations per year)** and supplementing your first 90 days with **1 Wholesale Fast-Flip per month**:

- **Quarterly Formation Outflow (5 New Wyoming C-Corps + Bulk RA + 5 `.com` Domains):**
- `5 x $102.00` WyoBiz filing = `$510.00`
- `5 x $20.00` Bulk Commercial RA = `$100.00`
- `5 x $11.00` Cloudflare `.com` domains = `$55.00`
- **Total Quarterly Cash Outflow: `$665.00 per quarter`** (`~$222/month`)
- **Month-12 Annual Report Renewal per 5-Entity Cohort:**
- `5 x $62.00` WyoBiz Annual Report = **`$310.00`**
- **Track B Credit-Seasoning Outflow (1 Flagship Entity per 5-Company Cohort):**
- `1 x $413.00` (5 Tier-1 Net-30 vendor accounts + VoIP line) = **`$413.00`**
- **Total All-In Build Cost per 5-Company Quarterly Cohort (4 Track A + 1 Track B):**
- `$665.00 + $310.00 + $413.00` = **`$1,388.00 Total Cohort Investment`**

Now look at the **Exit Revenue** when each 5-company quarterly cohort reaches Month 12:

- **3 Track A Turnkey Bank-Ready 1-Year Entities sold at `$2,150.00` avg:** `$6,450.00`
- **1 Track A Turnkey Bank-Ready Entity held to 18 Months and sold at `$2,750.00`:** `$2,750.00`
- **1 Track B 80-Paydex Credit-Seasoned Flagship sold at `$3,950.00`:** `$3,950.00`
- **Total Gross Revenue per 5-Entity Quarterly Cohort: `$13,150.00`**
- **Less Total Cohort Build Cost (`-$1,388.00`): `$11,762.00 Net Profit per 5-Entity Cohort`** (**89.4% Net Profit Margin**)

Scale that from **5 corporations per quarter** to **10 corporations per quarter (~3 filings per month)**:

- **Annual Build Investment (40 Entities):** `~$11,104.00`
- **Annual Gross Exit Revenue (40 Entities):** `$105,200.00`
- **Annual Net Profit Before Taxes:** `$94,096.00` - working roughly 4 to 6 hours per week managing state filings, static Netlify websites, and 45-minute digital closings.

A.5 Click-by-Click WyoBiz Articles of Incorporation & IRS Form SS-4 Online Portal Field Guide

To eliminate guesswork the first time you sit down at your computer to form an entity or guide a buyer through their Day-1 EIN pull, follow these exact screen-by-screen field entries:

Portal Step / Screen	Exact Entry to Type or Select	Compliance Reason / Underwriting Impact
WyoBiz Screen 1: Entity Type	`Profit Corporation (Domestic)`	Creates a statutory Wyoming C-Corporation (`W.S. 17-16-101`) transferable 100% by private Stock Purchase Agreement.
WyoBiz Screen 2: Entity Name	`[Column A] [Column B] [Inc. / Corp.]`	Must include corporate designator (`Inc.` , `Corp.` , `Corporation` , or `Incorporated`) and pass the 4-Gate Name Screen.
WyoBiz Screen 3: Period of Duration	`Perpetual`	Standard institutional duration required by all commercial lenders.
WyoBiz Screen 4: Registered Agent	Search & select your Commercial RA	Populates verified Wyoming street address and statutory consent automatically.
WyoBiz Screen 5: Principal & Mailing Address	Enter your Commercial RA's Wyoming street & suite address	Keeps your personal home address 100% off the initial public Articles of Incorporation.
WyoBiz Screen 6: Authorized Shares	Class: `Common` / Shares: `100,000` / Par Value: `$0.00 (No Par)`	Avoids par-value franchise tax inflation while giving buyers institutional share flexibility.
WyoBiz Screen 7: Incorporator	Enter your name (or formation company name)	Incorporator authority terminates automatically once initial Bylaws and Director resolutions are signed.
IRS Online EIN Step 1 (Track A Buyer at Closing / Track B Day 1)	Select `Corporation` → `Domestic Corporation`	Establishes federal C-Corporation tax classification (or foundation for Form 2553 S-Corp election).
IRS Online EIN Step 2: Reason for Applying	Select `Started a new business` (or `Purchased an existing business` if preferred by buyer's CPA)	Generates instant online `CP 575` EIN confirmation letter in PDF format (Mon-Fri, 7 AM-10 PM ET).

IRS Online EIN Step 3: Responsible Party	Buyer enters their own Legal Name & SSN/ITIN (for Track A at closing)	Ensures the IRS Responsible Party matches the buyer's bank KYC from Day 1 without waiting on paper Form 8822-B.
IRS Online EIN Step 4: Date Business Started or Acquired	Enter the **Original Wyoming Incorporation Month & Year**	Links the federal tax record to the corporation's seasoned Wyoming formation year.

PART III: THE 4 FULL-PAGE OPERATIONAL CHECKLISTS, WORKSHEETS & CLOSING TEMPLATES

APPENDIX A (TEMPLATE 1): 50-State & Domain Name-Screening Worksheet

Purpose: Run every prospective corporate name through this 4-Gate Pre-Filing Verification Worksheet BEFORE paying the $102.00 Wyoming Secretary of State filing fee. Never file Articles of Incorporation until a candidate name passes all four gates and its exact-match `.com` domain is available at standard registration cost ($10.44 to $12.00/yr).

SECTION 1: THE PRESTIGE CORPORATE NAME GENERATOR MATRIX

Select **1 Prefix (Column A)** + **1 Core Descriptor (Column B)** + **1 Corporate Suffix (Column C)** to assemble 5 candidate names for your cohort:

Column A: Prestige Prefix	Column B: Institutional Core	Column C: Corporate Suffix
[ ] Northcrest	[ ] Holding Group	[ ] , Inc.
[ ] Vanguard Peak	[ ] Ventures	[ ] , Corp.
[ ] Ironwood	[ ] Partners	[ ] Incorporated
[ ] Summit Ridge	[ ] Enterprises	[ ] Corporation
[ ] Meridian Crest	[ ] Holdings	
[ ] Sterling Oak	[ ] Management	
[ ] Harborview	[ ] Logistics Group	
[ ] Crestline	[ ] Commercial Group	
[ ] Atlas Point	[ ] Resource Group	
[ ] Redwood Beacon	[ ] Solutions	
[ ] Broadmoor	[ ] Strategic Group	
[ ] Clearview	[ ] Operations Group	

SECTION 2: MANDATORY RESTRICTED-WORD BLACKLIST CHECK

Confirm that your candidate name contains **ZERO** words from either blacklist below:

- **Statutory Banking / Licensing Words (Automatic SOS Hold or Rejection):**
- [ ] Verified NO use of: *Bank, Bancorp, Banc, Trust, Trustee, Insurance, Assurance, Reinsurance, Surety, Credit Union, Savings & Loan, Fiduciary, University, College, Engineering, Architecture, CPA.*
- **FinCEN / Bank / Stripe High-Risk Underwriting Words (Automatic Bank Closure Risk):**
- [ ] Verified NO use of: *Credit, Funding, Capital, Lending, Loans, Mortgage, Investment, Securities, Wealth, Crypto, Blockchain, Coin, Token, DeFi, Forex, Exchange, Cannabis, Hemp, Tactical, Firearms, Ammo, Adult, Casino, Gaming, Sweepstakes, Bail, Check Cashing, Pawn.*

SECTION 3: 5-ENTITY BATCH SCREENING SCORECARD

Candidate #	Proposed Full Legal Corporate Name	Gate 1: WyoBiz Exact & Similar Root Search (`wyobiz.wyo.gov`)	Gate 2: Exact `.com` Available (`$10.44-$`
Entity #1	_____, `Inc.`	[ ] Clear	_____ [ ] Avail
Entity #2	_____, `Inc.`	[ ] Clear	_____ [ ] Avail
Entity #3	_____, `Inc.`	[ ] Clear	_____ [ ] Avail
Entity #4	_____, `Corp.`	[ ] Clear	_____ [ ] Avail
Entity #5	_____, `Corp.`	[ ] Clear	_____ [ ] Avail

SECTION 4: DAY-1 SYNCHRONIZED FILING & REGISTRATION LOG

Complete within 30 minutes of approval so the Secretary of State Incorporation Date and ICANN WHOIS Domain Creation Date are 100% identical:

- **Corporation Legal Name:**
  `_____`
- **Wyoming SOS Filing ID Number:** `_____`
- **Exact Formation Date & Timestamp:** `_____`
- **Authorized Capital Stock Verified:** [ ] `100,000 Common Shares` at `$0.0000` (`No Par Value`)
- **Commercial Registered Agent Name & Address:**
  `_____`
- **Standardized USPS Address String (`tools.usps.com`):**
  `_____`
- **Exact `.com` Domain Registered:**
  `_____`
- **Domain Registrar & Account Email:**
  `_____`
- **First Annual Report Due Date (1st Day of Anniversary Month, Year + 1):**
  `_____`

APPENDIX B (TEMPLATE 2): Bank-Ready Digital Bundle 14-Point Underwriting Checklist

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Purpose: Use this 14-Point Quality Assurance Checklist on every Track A and Track B corporation before listing the entity for sale or handing the package to a buyer. Passing all 14 points ensures the corporation satisfies automated underwriting verification scans (Middesk, LexisNexis Risk Solutions, Alloy, Socure, D&B, and Stripe).

PART 1: SECRETARY OF STATE & GOVERNANCE VERIFICATION (POINTS 1 - 4)

- [ ] **Point 1 - Active Wyoming Good Standing Verified Today:**

Pulled a fresh PDF **Certificate of Good Standing** from `wyobiz.wyo.gov` confirming Status = `Active`, Standing = `Good Standing`, and zero delinquent annual reports.

- [ ] **Point 2 - Certified Articles of Incorporation & Initial Filing Receipt:**

Saved original stamped PDF Articles of Incorporation showing `100,000 Common Shares` at `$0.0000 No Par Value` and initial incorporator details.

- [ ] **Point 3 - Standardized USPS NAP String Consistency:**

Verified that the corporate legal name (including `, Inc.` or `, Corp.`) and registered office street/suite formatting are 100% character-for-character identical across WyoBiz, website footer, letterhead, and corporate binder.

- [ ] **Point 4 - Complete Digital Corporate Binder Assembled:**

Verified inclusion of:

- Corporate Bylaws (signed & dated as of Formation Date)
- Initial Organizational Minutes of the Board of Directors
- Corporate Stock Ledger (showing Certificate #1 issued for 100,000 Common Shares)
- High-Resolution Stock Certificate #1 & Blank Stock Certificate #2 Template
- Board of Directors Banking Resolution Template (ready for Buyer's bank)

PART 2: DOMAIN, SSL WEBSITE & EMAIL INFRASTRUCTURE (POINTS 5 - 10)

- [ ] **Point 5 - Matching `.com` Domain Active & Unlocked for Transfer:**

Confirmed `companyname.com` is active, WHOIS Creation Date matches the entity aging window, and registrar account is ready for instant push to the Buyer.

- [ ] **Point 6 - Valid HTTPS / SSL Certificate Active (`https://`):**

Confirmed automatic Let's Encrypt TLS/SSL certificate is active on both apex (`companyname.com`) and `www.companyname.com` with automatic HTTP-to-HTTPS redirect enabled.

- [ ] **Point 7 - All 6 Required Corporate Webpage Routes Live & Mobile-Responsive:**

- `/index.html` (Home - Legal corporate name in header/footer, value proposition, core services)
- `/about.html` (About Us - Corporate overview, governance standards, year established)
- `/services.html` (Services - Clear, low-risk B2B management/advisory/logistics descriptions matching NAICS `541611`)
- `/leadership.html` (Leadership & Governance - Ready for Buyer's executive bio)
- `/contact.html` (Contact - Working contact form, corporate address, business hours, phone, and `@companyname.com` email)
- `/privacy.html` & `/terms.html` (Privacy Policy & Terms of Service - Mandatory for Stripe/bank/10DLC compliance)

- [ ] **Point 8 - Zero Placeholder Text or Broken Links:**

Audited every page of the website to confirm zero `"Lorem Ipsum"`, zero `"Coming Soon"` banners, and zero broken links.

- [ ] **Point 9 - Custom `@companyname.com` Email Accounts Active:**

Configured `info@`, `admin@`, and `executive@companyname.com` mailboxes and verified instant inbound/outbound mail flow.

- [ ] **Point 10 - DNS Email Authentication Records (`SPF`, `DKIM`, `DMARC`) Passing:**

Verified DNS TXT records for `SPF`, `DKIM`, and `DMARC` so automated bank email-domain checks score 10/10.

PART 3: CORPORATE IDENTITY KIT & CLEAN-ENTITY AUDIT (POINTS 11 - 14)

- [ ] **Point 11 - Executive Corporate Identity Kit Included:**

Packaged high-resolution PNG/SVG Corporate Logo, editable Word/Google Docs Corporate Letterhead, and Business Card template.

- [ ] **Point 12 - UCC-1 Lien & Litigation Clear Sweep:**

Confirmed zero UCC-1 financing statements and zero federal/state court filings against the corporate name.

- [ ] **Point 13 - Tax & EIN Status Verified & Documented:**
- *If Track A:* Confirmed **NO prior EIN** has ever been requested (`100% Virgin Tax Status`), requiring zero prior Form 1120 returns.
- *If Track B:* Included IRS CP 575 EIN Confirmation Letter, copies of any prior-year `$0` -activity Form 1120 filings, and pre-filled **IRS Form 8822-B** for Buyer signature at closing.
- [ ] **Point 14 - Buyer "Day-1 Bank Onboarding Cheat Sheet" Attached:**

Included the 1-page instruction sheet reminding the Buyer to list the Wyoming Registered Agent address as the *Legal/Registered Address* and their actual home office or commercial suite as the *Physical Operating Address (KYC Address)* when opening their bank account.

APPENDIX C (TEMPLATE 3): 90-Day 80-Paydex Net-30 Vendor Seasoning Tracker

Purpose: Use this operational tracker for every **Track B ("80-Paydex Credit-Seasoned")** flagship corporation. Follow the Golden Rule of Paydex Seasoning: **Pay every Net-30 invoice 12 to 20 days BEFORE the due date via ACH from the corporation's temporary checking account** to trigger an **80 to 85 D&B Paydex Score** within 75 to 90 days.

SECTION 1: PRE-APPLICATION NAP & BUREAU FOUNDATION

- **Legal Corporate Name:**
  _____
- **Wyoming SOS Filing ID & Formation Date:**
  _____
- **IRS EIN (`CP 575` Verified):** `___ - _____` *(Calendar Form 1120 due date: April 15!)*
- **Standardized USPS Address String:**
  _____
- **Dedicated Corporate VoIP Phone Number:** `(_____) _____ - _____` *(Provider: _____)*
- **Corporate Website & Email:** `https://_____` | `admin@_____`
- **Selected NAICS & SIC Code:** `NAICS 541611 / SIC 8742 (Administrative & General Management Consulting)`
- **D&B D-U-N-S Number (`dnb.com`):** `___ - _____ - _____` *(Date Issued: _____)*
- **Experian Business BIN Number:** _____
- **Temporary Operating Bank Account (For ACH Invoice Payments Only):**
  _____

SECTION 2: THE 5 TIER-1 NET-30 VENDOR TRADELINES LOG

Vendor Name & Portal	Account / Customer #	Bureaus Reported To	Annual Fee Paid	Cycle 1 Order Date & Amount ($50+ Min)	Invoice Due Date (Net-30)	A P 1 E
1. Uline (`uline.com`)	#_____	D&B + Experian	$0.00	Date: _____ $_____	_____	_ (

2. Quill (`quill.com`)	#_____	D&B	$0.00	Date: _____ $_____	_____	_ (
3. Grainger (`grainger.com`)	#_____	D&B	$0.00	Date: _____ $_____	_____	_ (
4. CEO Creative (`theceocreative.com`)	#_____	D&B + Equifax	$79.00	Date: _____ $_____	_____	_ (
5. Crown Office / Wise	#_____	D&B + Exp + Eqf	$99.00	Date: _____ $_____	_____	_ (

SECTION 3: WEEK-BY-WEEK 90-DAY SEASONING MILESTONE CHECKLIST

- [ ] **Week 1 (Days 1 - 7):** Obtain IRS EIN (`CP 575`), set up VoIP business phone number, verify 6-page SSL website & custom email, and submit free D&B DUNS application.
- [ ] **Week 2 (Days 8 - 14):** Receive D&B DUNS number. Open temporary corporate checking account and deposit `$450.00` working capital.
- [ ] **Week 3 (Days 15 - 21):** Apply for all 5 Tier-1 Net-30 vendor accounts using the **exact character-for-character USPS address string** and DUNS number. Place initial `$55 to $75` supply order on each account.
- [ ] **Week 4 - 5 (Days 22 - 35):** As soon as each vendor generates an invoice, pay the invoice in full via corporate ACH **12 to 20 days prior to the Net-30 due date**. Save all 5 paid `$0.00` balance invoice PDFs.
- [ ] **Week 6 - 8 (Days 36 - 56):** Check D&B `mycredit.dnb.com` / iUpdate on the 5th of the following month. Confirm at least 2 to 3 tradelines have posted and verify no duplicate/split DUNS file was created. Place optional Cycle 2 (`$50`) orders on Uline and Quill and pay 15 days early.
- [ ] **Week 9 - 12 (Days 57 - 85):** Confirm **4 to 5 reporting tradelines** on D&B and verify official **D&B Paydex Score of 80 to 85** + **Experian Intelliscore Plus Score of 75 to 85**.
- [ ] **Pre-Closing Cleanup (Day 86 - 90):**
- Verify all 5 vendor accounts show a **`$0.00` current balance**.

- Export dated PDF **D&B Paydex & Experian Business Credit Summary Reports** for the Buyer packet.
- **Close the temporary corporate checking account completely** and save the bank's official `$0.00` **Balance Account Closure Confirmation Letter**.

APPENDIX D (TEMPLATE 4): 7-Document Same-Day Closing & Ownership Transfer Checklist

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Purpose: Follow this step-by-step Closing Protocol and 7-Document Transfer Packet on every aged corporation sale so that 100% of the stock, governance authority, state filings, and digital assets transfer cleanly to the Buyer while protecting the Seller from any post-closing liability.

PART 1: PRE-CLOSING BUYER KYC & PAYMENT VERIFICATION

- [ ] **Step 1 - Buyer Identity & OFAC Verification:**
- Buyer Full Legal Name: `_____`
- Buyer Residential / Operating Street Address: `_____`
- Buyer Government Photo ID (Driver's License / Passport) Verified: [ ] Yes
- US Treasury OFAC Sanctions Search (`sanctionssearch.ofac.treas.gov`) Clear: [ ] Yes
- [ ] **Step 2 - Cleared Purchase Funds Verified:**
- Agreed Purchase Price: `$_____` ([ ] Track A Turnkey / [ ] Track B 80-Paydex)
- Payment Method: [ ] Domestic Bank Wire / [ ] Cleared ACH / [ ] Verified Checkout
- Wire / Transaction Reference #: `_____`

PART 2: THE 7-DOCUMENT CLOSING PACKET CHECKLIST

Document 1: Stock Purchase & Clean-Entity Warranty Agreement

- [ ] Identifies the exact Wyoming C-Corporation (`Name, Filing ID, Incorporation Date`) and transfers **100% of the issued and outstanding capital stock (`100,000 Common Shares`)** from Seller to Buyer.
- [ ] **Seller's Clean-Entity Warranty:** Seller warrants that prior to the Closing Timestamp, the Corporation is in Active Good Standing with the State of Wyoming, has zero debts, zero UCC liens, zero pending or threatened litigation, zero undisclosed contracts, and (for Track A) has never applied for or obtained an IRS EIN.
- [ ] **Buyer's Active-Operation Representation & Indemnification:** Buyer represents that Buyer is acquiring 100% control of the Corporation to actively manage and operate Buyer's own business (not as a passive investment security), acknowledges no loan/funding guarantees have been made by Seller, and agrees to **indemnify, defend, and hold harmless Seller** from any and all claims, taxes, debts, bank accounts, or liabilities arising on or after the Closing Timestamp.

Document 2: Bill of Sale & Irrevocable Stock Power

- [ ] Transfers title to the `100,000 Common Shares` and all bundled digital assets (matching `.com` domain, 6-page website files, Corporate Identity Kit, and Corporate Binder) free and clear of all encumbrances.

Document 3: Cancellation of Stock Certificate #1 & Issuance of Stock Certificate #2

- [ ] Original `Stock Certificate #1` (issued to Seller for `100,000 Common Shares`) marked **"CANCELLED - TRANSFERRED TO CERTIFICATE #2 ON [CLOSING DATE]"** in the Corporate Stock Ledger.
- [ ] New **`Stock Certificate #2`** issued in Buyer's full legal name for **`100,000 Common Shares (100% of Issued & Outstanding Shares)`**, signed and sealed.

Document 4: Written Resignation of Seller & Unanimous Joint Resolution of Director/Shareholder

- [ ] **Resignation of Initial Incorporator, Officer & Director:** Signed by Seller, resigning immediately and unconditionally as President, Secretary, Treasurer, Director, and Signer effective as of the Closing Timestamp, with an explicit statement that Seller retains **zero nominee, officer, director, or beneficial ownership status**.
- [ ] **Unanimous Resolution Electing New Sole Director & Officers:** Elects Buyer as Sole Director, President, Secretary, and Treasurer effective immediately.

Document 5: Immediate WyoBiz Secretary of State Officer/Director Update & Registered Agent Transfer

- [ ] Logged into `wyobiz.wyo.gov` during closing and updated the public corporate officer/director record to remove Seller's name and record Buyer as President, Secretary, Treasurer, and Director.
- [ ] Transferred the Wyoming Commercial Registered Agent sub-account billing and mail-forwarding profile to Buyer's email and phone number.
- [ ] Downloaded the updated WyoBiz filing receipt and fresh **Certificate of Good Standing**.

Document 6: IRS Tax ID (EIN) Handoff Protocol (Track A vs. Track B)

- [ ] **IF TRACK A (Virgin / No Prior EIN):** Guided Buyer to `irs.gov` after Documents 4 & 5 were completed so Buyer obtained a brand-new IRS EIN in 5 minutes listing **Buyer's own name and SSN as the IRS Responsible Party**.
- [ ] **IF TRACK B (Existing EIN & 80-Paydex Profile):**
- Delivered original IRS CP 575 EIN Confirmation Letter and copies of all prior `$0`-activity Form 1120 tax returns.
- Delivered official **Bank Account Closure Confirmation Letter** proving Seller's temporary checking account was closed at `$0.00` balance prior to closing.
- Both Seller and Buyer executed **IRS Form 8822-B (`Change of Address or Responsible Party - Business`)** naming Buyer as the new Responsible Party (with Buyer's SSN).

- Seller mailed a signed copy of **Form 8822-B via USPS Certified Mail (Return Receipt Requested)** to the IRS Service Center and saved the certified mail receipt in Seller's permanent compliance archive.

Document 7: Digital Infrastructure & Credit Bureau Credential Handover Receipt

- [ ] Pushed the matching `.com` domain to Buyer's Cloudflare/Namecheap account (or provided EPP transfer code).
- [ ] Transferred the 6-page Netlify corporate website deployment and updated Contact/Leadership page details if requested by Buyer.
- [ ] Transferred `@companydomain.com` administrator email credentials (and prompted Buyer to rotate password).
- [ ] *(Track B Only):* Updated D&B `iUpdate`, Experian Business, and the 5 Tier-1 Net-30 vendor account portals with Buyer's contact details.

APPENDIX E: VERBATIM PLUG-AND-PLAY CLOSING & GOVERNANCE DOCUMENT TEMPLATES

(Educational Notice: Have a licensed corporate attorney in your jurisdiction review and adapt these operational templates before executing a live corporate stock transfer.)

DOCUMENT TEMPLATE E-1: STOCK PURCHASE & CLEAN-ENTITY WARRANTY AGREEMENT

STOCK PURCHASE AND CLEAN-ENTITY WARRANTY AGREEMENT

THIS STOCK PURCHASE AND CLEAN-ENTITY WARRANTY AGREEMENT (this "Agreement") is made and entered into effective as of [Date of Closing] at [Time, e.g., 2:00 PM Eastern Time] (the "Closing Timestamp"), by and between:

SELLER: [Seller Full Legal Name / Holding Company Name], residing / located at [Seller Address] ("Seller"); and
BUYER: [Buyer Full Legal Name], residing / located at [Buyer Residential/Operating Street Address] ("Buyer").

RECITALS

WHEREAS, [Name of Aged Wyoming Corporation, Inc.] (the "Corporation") is a Domestic Profit Corporation duly organized, validly existing, and in Active Good Standing under the laws of the State of Wyoming, having been originally incorporated with the Wyoming Secretary of State on [Original Incorporation Date] under Filing ID # [Wyoming Filing ID];

WHEREAS, the total authorized capital stock of the Corporation consists of One Hundred Thousand (100,000) shares of Common Stock, no par value ($0.0000) (the "Shares"), all 100,000 of which are issued and outstanding and owned of record and beneficially by Seller; and

WHEREAS, Seller desires to sell and transfer one hundred percent (100%) of the Shares and all associated digital and corporate governance assets of the Corporation to Buyer, and Buyer desires to purchase 100% of the Shares to actively manage and operate Buyer's own commercial business, upon the terms and conditions set forth herein.

NOW, THEREFORE, in consideration of the mutual covenants, representations, warranties, and payment of the Purchase Price set forth below, the parties agree as follows:

1. SALE AND TRANSFER OF 100% OF SHARES & BUNDLED ASSETS.
At the Closing Timestamp, Seller hereby sells, assigns, transfers, and conveys to Buyer, free and clear of all liens, pledges, encumbrances, and restrictions, one hundred percent (100%) of the issued and outstanding capital stock of the Corporation (consisting of all 100,000 Common Shares), together with:
(a) Original Articles of Incorporation, Certificate of Good Standing, Corporate Bylaws, Organizational Minutes, and Stock Ledger;
(b) Exact-match domain name [[companydomain].com], 6-page corporate website files, Corporate Identity Kit, and custom email administrator credentials; and
(c) [Check One: ( ) Track A Virgin Tax Status - No Prior EIN Issued | ( ) Track B Credit-Seasoned Profile - IRS EIN #[XX-XXXXXXX] and D&B DUNS #[XX-XXX-XXXX]].

2. PURCHASE PRICE.
The total purchase price for the Shares and bundled assets is $[X,XXX.00] USD (the "Purchase Price"), paid by Buyer to Seller in cleared funds via domestic bank wire or verified ACH transfer at Closing, receipt of which is hereby acknowledged.

3. SELLER'S CLEAN-ENTITY REPRESENTATIONS AND WARRANTIES.
Seller expressly represents and warrants to Buyer that, at all times from the Corporation's initial formation on [Original Incorporation Date] through the Closing Timestamp:

(a) Good Standing & Title: The Corporation is in Active Good Standing with the Wyoming Secretary of State, all annual reports due prior to the Closing Timestamp have been paid in full, and Seller holds sole, marketable title to all 100,000 Common Shares.

(b) Zero Debts, Liens, or Litigation: The Corporation has ZERO unpaid debts, ZERO liabilities, ZERO UCC-1 financing statements or encumbrances, ZERO federal or state tax liens, and ZERO pending or threatened lawsuits, judgments, or regulatory actions in any jurisdiction.

(c) Prior Tax & Banking History:

[If Track A:] The Corporation has never applied for or obtained an IRS Employer Identification Number (EIN), has never opened a bank account, has never signed a contract or lease, and has remained 100% dormant on the shelf.

[If Track B:] All prior-year federal Form 1120 corporate tax returns have been timely filed, all five (5) Tier-1 Net-30 vendor accounts have a verified $0.00 balance as of Closing, and Seller's temporary depository checking account used solely to pay vendor invoices was permanently closed with a $0.00 balance prior to the Closing Timestamp.

4. BUYER'S ACTIVE-OPERATION REPRESENTATIONS & NO-GUARANTEE ACKNOWLEDGMENT.
Buyer expressly represents, warrants, and covenants to Seller that:

(a) Active Commercial Control (Landreth Timber Compliance): Buyer is acquiring 100% of the capital stock of the Corporation for the sole purpose of actively managing, controlling, and operating Buyer's own lawful business enterprise, and NOT as a passive investment contract or security reliant upon the efforts of Seller or any third party.

(b) No Lending or Underwriting Guarantees: Buyer acknowledges that Seller is not a law firm, CPA firm, or licensed lender, and Seller has made NO guarantee, promise, or warranty that Buyer or the Corporation will be approved for any specific bank account, loan, line of credit, equipment lease, or contract.

5. IMMEDIATE OFFICER/DIRECTOR RESIGNATION & REGULATORY HANDOFF.
Simultaneously with the execution of this Agreement:

(a) Seller has executed an unconditional Resignation as Incorporator, Director, President, Secretary, and Treasurer effective as of the Closing Timestamp, retaining zero nominee or signatory authority;

(b) Buyer has been elected Sole Director, President, Secretary, and Treasurer, and the public Wyoming Secretary of State officer/director registry (wyobiz.wyo.gov) is being updated immediately; and

(c) [If Track B:] Buyer and Seller have executed IRS Form 8822-B transferring the IRS Responsible Party designation to Buyer's name and SSN.

6. COMPREHENSIVE POST-CLOSING BUYER INDEMNIFICATION.
Buyer hereby agrees to indemnify, defend, and hold harmless Seller, its members, officers, agents, and successors from and against any and all claims, debts, taxes, IRS filings, bank accounts, merchant processing liabilities, leases, contracts, lawsuits, regulatory penalties, and reasonable attorney's fees arising out of or relating to the ownership, management, or operation of the Corporation on or after the Closing Timestamp.

IN WITNESS WHEREOF, the parties have executed this Stock Purchase and Clean-Entity Warranty Agreement as of the Closing Timestamp first written above.

SELLER:	BUYER:
_____	
_____	
[Seller Name / Authorized Signer]	[Buyer Full Legal Name]
Date & Time: _____	Date & Time:
_____	

DOCUMENT TEMPLATE E-2: BILL OF SALE & IRREVOCABLE STOCK POWER

```
IRREVOCABLE STOCK POWER AND BILL OF SALE OF CORPORATE SHARES

FOR VALUE RECEIVED, the undersigned, [Seller Full Legal Name] ("Transferor"), hereby
sells, assigns, transfers, and conveys unto:

TRANSFEREE: [Buyer Full Legal Name]
ADDRESS:    [Buyer Street Address, City, State, ZIP]

One Hundred Thousand (100,000) shares of the Common Stock, No Par Value ($0.0000),
of [Name of Wyoming Corporation, Inc.], a Wyoming Domestic Profit Corporation
(Wyoming SOS Filing ID #[ID]), standing in the name of Transferor on the Stock
Ledger of said Corporation and represented by Stock Certificate No. 1 herewith
surrendered for cancellation and reissuance as Stock Certificate No. 2 in the name
of Transferee, representing One Hundred Percent (100.0%) of the issued and
outstanding capital stock of the Corporation.

Transferor hereby irrevocably constitutes and appoints the Corporate Secretary of
the Corporation as attorney-in-fact to transfer the said stock on the books and
Stock Ledger of the Corporation with full power of substitution in the premises.

DATED effective as of [Closing Date] at [Closing Time].

_____
[Seller Full Legal Name], Transferor
```

DOCUMENT TEMPLATE E-3: UNCONDITIONAL RESIGNATION OF SELLER & JOINT RESOLUTION APPOINTING BUYER

```
PART A: UNCONDITIONAL RESIGNATION OF INITIAL INCORPORATOR, DIRECTOR & OFFICERS

To the Board of Directors and Shareholder of [Name of Wyoming Corporation, Inc.]:

I, [Seller Name], hereby tender my immediate, unconditional, and irrevocable
resignation as Initial Incorporator, Director, President, Secretary, Treasurer, and
authorized signatory of [Name of Wyoming Corporation, Inc.] (Wyoming SOS Filing ID #
[ID]), effective as of [Closing Date] at [Closing Time]. I hereby confirm that I
hold no residual claims against the Corporation for compensation, dividends, or
reimbursement, and that I retain zero nominee, officer, director, or beneficial
ownership authority whatsoever following this resignation.

_____
[Seller Name], Resigning Director & Officer

PART B: UNANIMOUS WRITTEN CONSENT OF SOLE SHAREHOLDER AND SOLE DIRECTOR

The undersigned, [Buyer Full Legal Name], being the holder of 100% of the issued and
outstanding Common Shares (100,000 Common Shares) of [Name of Wyoming Corporation,
Inc.] (the "Corporation"), hereby adopts the following resolutions effective
immediately:

1. ACCEPTANCE OF PRIOR RESIGNATION:
RESOLVED, that the resignation of [Seller Name] as Director, President, Secretary,
Treasurer, and Incorporator is hereby accepted effective as of the Closing
Timestamp.

2. ELECTION OF NEW SOLE DIRECTOR AND EXECUTIVE OFFICERS:
RESOLVED, that [Buyer Full Legal Name], residing at [Buyer Address], is hereby
elected to serve as Sole Director, President, Secretary, and Treasurer of the
Corporation until a successor is duly elected and qualified.

3. CANCELLATION OF CERTIFICATE NO. 1 & ISSUANCE OF CERTIFICATE NO. 2:
RESOLVED, that Stock Certificate No. 1 (formerly held by [Seller Name]) is hereby
marked CANCELLED in the Corporate Stock Ledger, and Stock Certificate No. 2 for
100,000 Common Shares is hereby issued to [Buyer Full Legal Name].

4. IMMEDIATE SECRETARY OF STATE & REGISTERED AGENT UPDATE:
RESOLVED, that the Corporate Secretary is directed to update the Wyoming Secretary
of State public officer/director record on wyobiz.wyo.gov immediately and transfer
the Commercial Registered Agent sub-account contact profile to [Buyer Full Legal
Name].

EXECUTED effective as of [Closing Date] at [Closing Time].

_____
[Buyer Full Legal Name]
100% Shareholder, Sole Director & President
```

APPENDIX F: 50-STATE SECRETARY OF STATE FORMATION & FOREIGN QUALIFICATION DIRECTORY + 20 BUYER CLOSING FAQS

Purpose: Keep this operational desk reference beside your closing checklists whenever a prospective buyer asks how a Wyoming C-Corporation interacts with their home state, or when you want to verify Secretary of State corporate lookup portals, initial filing fees, and annual report obligations across all 50 U.S. jurisdictions.

SECTION 1: ALL-50-STATE CORPORATE FILING & ANNUAL REPORT QUICK-REFERENCE MATRIX

State	Domestic Inc. Fee	Annual / Biennial Report Fee	Foreign Qualification Fee (Using a WY Corp)	Corporate Income / Minimum Franchise Tax Note
Alabama (AL)	$200.00	$100.00 min privilege tax	$150.00	Business Privilege Tax starts at $100/yr minimum.
Alaska (AK)	$250.00	$100.00 (Biennial)	$350.00	Biennial report due Jan 2 every 2 years.
Arizona (AZ)	$60.00	$45.00 / yr	$175.00	Publication requirement applies in certain counties.
Arkansas (AR)	$45.00	$150.00 min franchise tax	$300.00	$150/yr minimum corporate franchise tax due May 1.
California (CA)	$100.00	$25.00 SI + $800.00 FTB min	$100.00 + $800/yr FTB	Mandatory $800/yr Franchise Tax Board minimum tax.
Colorado (CO)	$50.00	$25.00 / yr	$100.00	Fast online portal; low annual periodic report fee.
Connecticut (CT)	$250.00	$150.00 / yr	$385.00	Annual report due by last day of formation month.
Delaware (DE)	$109.00+	$225.00+ ($175 min tax + $50)	$245.00	Always use Assumed Par Value calculation if high shares.
Florida (FL)	$70.00	$150.00 / yr (Due May 1)	$70.00	Mandatory $400 late penalty if filed after May 1!
Georgia (GA)	$100.00	$50.00 / yr	$225.00	Annual registration due between Jan 1 and Apr 1.
Hawaii (HI)	$50.00	$15.00 / yr	$50.00	Low annual report fee; due in quarter of formation.
Idaho (ID)	$100.00	$0.00 / yr	$100.00	$0 annual report fee if filed online on SOSbiz.
Illinois (IL)	$150.00	$75.00+ franchise tax	$150.00 + franchise	Foreign qualification requires certified WY Articles.
Indiana (IN)	$90.00	$32.00 (Biennial)	$90.00	Business Entity Report filed every 2 years on INBiz.
Iowa (IA)	$50.00	$60.00 (Biennial)	$100.00	Biennial report filed in even-numbered years.
Kansas (KS)	$85.00	$80.00 (Biennial)	$115.00	Information report filed every 2 years.

Kentucky (KY)	$50.00	$15.00 / yr (+ $175 LLET min)	$90.00	Limited Liability Entity Tax (LLET) $175/yr minimum.
Louisiana (LA)	$75.00	$30.00 / yr	$125.00	Requires notarized filings on geauxBIZ portal.
Maine (ME)	$145.00	$85.00 / yr	$250.00	Annual report due June 1.
Maryland (MD)	$120.00+	$300.00 / yr (Form 1)	$100.00 + $300/yr	Steep $300/yr Annual Report fee even with zero revenue.
Massachusetts (MA)	$275.00	$125.00 / yr + $456 min excise	$400.00 + $456/yr	Mandatory $456/yr corporate excise minimum tax.
Michigan (MI)	$60.00	$25.00 / yr	$60.00	Low holding cost; annual report due May 15.
Minnesota (MN)	$155.00	$0.00 / yr (Domestic)	$220.00 ($115/yr foreign)	Domestic renewal is $0 if active and on time.
Mississippi (MS)	$50.00	$25.00 / yr	$500.00	High foreign qualification fee ($500).
Missouri (MO)	$58.00	$20.00 / yr	$155.00	Low annual registration report fee online.
Montana (MT)	$35.00	$20.00 / yr	$70.00	Annual report due April 15 ($0 if filed by deadline in some years).
Nebraska (NE)	$60.00+	$26.00+ (Biennial occupation)	$100.00 + publication	Requires newspaper publication notice.
Nevada (NV)	$75.00	$650.00 / yr ($150 list + $500)	$75.00 + $650/yr	Expensive ($500 State Business License + $150 Officer List).
New Hampshire (NH)	$100.00	$100.00 / yr	$100.00	Annual report due April 1.
New Jersey (NJ)	$125.00	$75.00 / yr + $500+ CBT min	$125.00	Corporation Business Tax (CBT) minimum applies to active NJ ops.
New Mexico (NM)	$100.00	$25.00 (Biennial) + $50 min tax	$200.00 min	Initial report due within 30 days of formation.
New York (NY)	$125.00	$9.00 (Biennial) + $25+ tax	$225.00	Standard corporations avoid the expensive LLC publication rule.
North Carolina (NC)	$125.00	$25.00 / yr + $200 min franchise	$250.00	$200/yr minimum corporate franchise tax.
North Dakota (ND)	$100.00	$25.00 / yr	$145.00	Annual report due August 1.
Ohio (OH)	$99.00	$0.00 / yr (No annual report)	$99.00	Zero annual report fee; Commercial Activity Tax only above threshold.
Oklahoma (OK)	$50.00	$25.00 / yr	$300.00	Franchise tax repealed starting 2024+.
Oregon (OR)	$100.00	$100.00 / yr ($275 foreign)	$275.00	$150/yr minimum corporate excise tax.
Pennsylvania (PA)	$125.00	$7.00 / yr	$250.00	Very low annual report fee ($7/yr); no minimum franchise tax.
Rhode Island (RI)	$230.00	$50.00 / yr + $400 min tax	$310.00	Mandatory $400/yr minimum corporate tax.

South Carolina (SC)	$135.00	$25.00+ license fee (with tax)	$135.00	Initial CL-1 report included at formation ($25).
South Dakota (SD)	$150.00	$55.00 / yr	$750.00	0% state corporate income tax; high foreign fee ($750).
Tennessee (TN)	$100.00	$20.00 / yr + $100 min franchise	$600.00	$100 minimum franchise tax + $20 annual report.
Texas (TX)	$300.00	$0.00 Public Info Report (under $2.47M)	$750.00	No franchise tax owed under $2.47M revenue; $750 foreign fee!
Utah (UT)	$54.00	$18.00 / yr + $100 min tax	$54.00	$100/yr minimum corporate franchise tax.
Vermont (VT)	$125.00	$45.00 / yr + $300 min tax	$125.00	$300/yr minimum corporate income tax.
Virginia (VA)	$75.00	$100.00 min registration fee	$75.00 + $100/yr	Charter and annual registration fee scales by authorized shares.
Washington (WA)	$180.00	$70.00 / yr	$180.00	0% corporate net income tax (B&O gross receipts tax applies to ops).
West Virginia (WV)	$100.00	$25.00 / yr	$100.00	Annual report due between Jan 1 and July 1.
Wisconsin (WI)	$100.00	$25.00 / yr	$100.00	Low annual report fee ($25 online).
Wyoming (WY)	**$102.00**	**$60.00 / yr (+ $2 portal)**	N/A (Home State)	**#1 Aged Corp State: 0% corporate tax, $60/yr flat under $300k WY assets, officer updates free/instant.**

SECTION 2: THE 20 MOST COMMON BUYER & UNDERWRITER OBJECTION FAQS (WITH VERBATIM ANSWERS)

When you speak with prospective buyers, CPAs, or funding brokers by phone or email, 95% of their questions fall into these twenty operational categories. Use these clear, compliance-first responses verbatim:

FAQ 1: "Does transferring 100% of the stock reset the corporation's age with the Secretary of State?"

Answer: No. A corporation is a separate legal person created on the date its Articles of Incorporation are stamped by the Wyoming Secretary of State. Transferring 100% of the shares via a Stock Purchase Agreement changes the *shareholder*, just like buying shares of Apple or Ford does not change when Apple or Ford was incorporated. Your WyoBiz Certificate of Good Standing will continue to display the original initial filing date.

FAQ 2: "Why didn't you obtain an IRS EIN for this Track A corporation when you formed it 12 months ago?"

Answer: That is an intentional compliance advantage for you as the buyer. Under Internal Revenue Code Section 6012(a)(2), the moment a C-Corporation obtains an EIN, it is legally required to file a federal Form 1120 corporate income tax return every single year, even if it had zero revenue, or face automatic IRS late-filing penalties of $220+ per month. By keeping Track A inventory 100% EIN-free during aging, the corporation has zero prior tax filing obligations and zero risk of hidden IRS penalties. Within five minutes of closing today, you pull a brand-new, virgin EIN directly on IRS.gov entering your own name and SSN as Responsible Party and the corporation's original Wyoming incorporation date in Box 11.

FAQ 3: "When I pull a new EIN today for a 1-year-old or 2-year-old Track A corporation, does the bank look at the EIN date or the Secretary of State date?"

Answer: Commercial banks, equipment lessors, and Dun & Bradstreet verify **Time in Business** from two primary sources: (1) the Secretary of State's initial incorporation date on `wyobiz.wyo.gov`, and (2) the Box 11 *"Date business started or acquired"* recorded on your IRS CP 575 EIN Confirmation Letter (which matches your original Wyoming incorporation date). Pulling a clean EIN at acquisition is standard practice in corporate M&A and avoids any Responsible Party mismatch on IRS Form 8822-B.

FAQ 4: "What if I buy a Track B (80-Paydex Seasoned) corporation that already has an active EIN?"

Answer: Because Track B corporations required an EIN to establish their Dun & Bradstreet file and five Tier-1 Net-30 vendor tradelines, we include: (1) the original IRS CP 575 letter, (2) copies of all timely filed `$0`-activity Form 1120 returns (if the entity crossed a tax year), (3) a `$0.00` balance payoff confirmation across all five vendor accounts, and (4) a pre-completed **IRS Form 8822-B (Change of Address or Responsible Party - Business)** that you sign and mail to the IRS at closing so the IRS updates the Responsible Party to your name and SSN.

FAQ 5: "Why doesn't the corporation come with an existing pre-opened checking account at Chase or Bank of America?"

Answer: Under federal USA PATRIOT Act (Section 326) Customer Identification Program (CIP) and FinCEN Beneficial Ownership rules, every commercial bank

account is tied to the personal Social Security Number, driver's license, and biometric KYC of the individual who opened it. Any seller who hands you a debit card and login to a bank account opened under a stranger's SSN is violating federal banking law, and the bank's fraud algorithm will freeze the account and your funds as soon as it detects a change in ownership or IP address. Instead, we deliver a **Turnkey Bank-Ready Entity** so you open the business checking account 100% legally in your own name and SSN on Day 1.

FAQ 6: "Which banks are easiest to open on Day 1 after acquiring a Wyoming C-Corporation?"

Answer: If you live outside Wyoming, online commercial banking platforms such as **Mercury**, **Relay Financial**, **Slash**, **Novo**, and **Axos Business** allow 100% remote digital onboarding using your Wyoming Articles, Stock Purchase Agreement, EIN CP 575 letter, and your actual home/office physical operating address. If you prefer a brick-and-mortar branch (Chase, Bank of America, Wells Fargo, PNC, Truist) in your home state, simply file a Foreign Qualification in your home state (or register the Wyoming C-Corp as the 100% parent holding company of a local operating LLC) before walking into the branch.

FAQ 7: "What address should I put in the 'Physical Operating Address' box on a bank or credit application?"

Answer: Always put the real physical address where you actually sit and direct the company (your commercial office, co-working suite, or home office) as the **Physical Operating Address**, and list the Wyoming Registered Agent address strictly in the **Registered Agent / Statutory Mailing Address** field. Never enter a Registered Agent or virtual mailbox street address as your Physical Operating Address, because bank KYC databases cross-reference every Commercial Mail Receiving Agency (CMRA) in the country.

FAQ 8: "Can I change the name of the corporation after I buy it without losing its age?"

Answer: Yes! Under Wyoming Statute 17-16-1001, filing an **Articles of Amendment** on `wyobiz.wyo.gov` (`$60` statutory fee) changes the corporation's legal name while

100% preserving its original charter number and original initial incorporation date.

FAQ 9: "Can I convert a Wyoming C-Corporation into an S-Corporation for tax purposes?"

Answer: Yes, provided all shareholders are U.S. citizens or residents and you have 100 or fewer shareholders with a single class of common stock (which our standard 100,000 Common Share structure satisfies). After closing and obtaining your EIN, your CPA simply files **IRS Form 2553 (Election by a Small Business Corporation)** within the IRS election window.

FAQ 10: "How fast does my name appear on the official Wyoming Secretary of State public website (`wyobiz.wyo.gov`)?"

Answer: When we file the Officer/Director Update or Amended Annual Report online at closing (`wyobiz.wyo.gov`), the Wyoming Secretary of State database updates **instantly in real time**. Within 60 seconds, any bank underwriter who looks up the corporation on the state portal sees your name listed as President, Secretary, Treasurer, and Sole Director, and you can immediately download the state-verifiable PDF Certificate of Good Standing.

FAQ 11: "Do I have to live in the United States or be a U.S. Citizen to buy and own a Wyoming C-Corporation?"

Answer: No. Under the Wyoming Business Corporation Act, there is no U.S. citizenship or residency requirement to own 100% of the shares or serve as President, Secretary, Treasurer, and Sole Director of a Wyoming C-Corporation. Non-U.S. founders should note that a C-Corporation with foreign shareholders cannot elect S-Corporation status (which is why a C-Corporation is the preferred structure for international buyers) and can obtain an IRS EIN by submitting Form SS-4 by fax/mail (checking "Foreign/No SSN") or appointing a U.S. officer with an SSN/ITIN.

FAQ 12: "What happens if the corporation is audited by the IRS for the period before I bought it?"

Answer: For Track A entities, the corporation had **no EIN, no bank account, and zero financial activity** prior to your acquisition date, and your Stock Purchase Agreement includes an explicit **Seller Clean-Entity Warranty & Indemnification Clause**

certifying zero prior contracts, debts, or tax liabilities. For Track B entities, we deliver the complete file of `$0`-revenue Form 1120 returns and zero-balance vendor receipts alongside the same written Seller Indemnification.

FAQ 13: "Why do you form these entities with 100,000 Common Shares at No Par Value instead of 100 Shares at $1.00 Par Value?"

Answer: First, 100,000 shares allows you to easily grant fractional equity (for example, 2,500 shares for a 2.5% advisory stake or 10,000 shares for a 10% co-founder) without needing to file a charter amendment or issue fractional shares like `2.5 shares`. Second, setting **No Par Value (`$0.00`)** ensures that neither Wyoming nor any foreign-qualification state that calculates franchise fees based on stated par capital imposes an inflated par-value tax.

FAQ 14: "How do I prove to a bank underwriter that I own 100% of the corporation if Wyoming does not list shareholder names on the public website?"

Answer: Neither Wyoming nor Delaware lists private corporate shareholders on the public Secretary of State portal; only Officers and Directors are listed publicly. Banks verify your 100% ownership using three documents included in your 7-Document Closing Packet: (1) your signed **Stock Purchase Agreement**, (2) **Stock Certificate No. 2** issued in your name for `100,000 Common Shares (100%)` along with the **Corporate Stock Transfer Ledger**, and (3) the **live WyoBiz Officer/Director printout** showing you as President, Secretary, Treasurer, and Sole Director.

FAQ 15: "Can I use a Wyoming Shelf C-Corporation to lease commercial trucks, excavators, or medical equipment?"

Answer: Yes, commercial equipment leasing and fleet financing are two of the top buyer use cases for aged Wyoming C-Corporations. Most commercial equipment lessors and fleet fuel cards (WEX, Fuelman, Coast) have a strict **12-to-24-month Time-in-Business filter** on the primary corporate lessee. Pairing a 12-to-24-month-old Wyoming C-Corporation with your personal credit guarantee or an 80-Paydex profile clears the entity-age hurdle immediately.

FAQ 16: "How does the 12-Month Registered Agent transition work after closing?"

Answer: Every corporation in our inventory is maintained with a licensed Wyoming Commercial Registered Agent in unbroken Good Standing. At closing, we transfer the Registered Agent dashboard sub-account to your email address (or you may file a `$5` Change of Registered Agent on WyoBiz to move it to your own preferred Wyoming Registered Agent account). Your next annual Registered Agent renewal and Wyoming Annual Report (`$60` statutory fee) are due on the anniversary month shown on your Closing Sheet.

FAQ 17: "What is the difference between a 'Shelf Corporation' and an 'Aged Corporation with Previous Operations'?"

Answer: A true **Clean Shelf Corporation** was formed strictly for aging, has **never** conducted commercial operations, never hired employees, never signed leases, and never incurred debts or lawsuits. An "aged operating company" had a prior business owner running transactions through it, which exposes a buyer to hidden vendor lawsuits, unpaid state payroll taxes, or undisclosed UCC-1 liens. Never buy an entity with prior unknown operations; only buy or build 100% clean, non-operating shelf entities backed by a written Clean-Entity Warranty.

FAQ 18: "Why does the matching `.com` domain and 6-page website matter if I plan to launch a different brand website later?"

Answer: When you apply for a commercial bank account, merchant processing (Stripe/Square), or Dun & Bradstreet verification in the first 30 days after closing, automated underwriting software checks the **corporate applicant's domain WHOIS creation date, SSL certificate, and MX email records**. Keeping the seasoned `.com` domain and 6-page corporate site live as the parent holding company's corporate presence passes automated digital verification immediately, even if you launch separate product brands or DBAs underneath the corporation later.

FAQ 19: "Can one aged Wyoming C-Corporation own multiple LLCs, real estate properties, or e-commerce stores?"

Answer: Yes! That is the classic **Parent Holding Company Architecture**. Your aged Wyoming C-Corporation serves as the seasoned parent enterprise that holds the corporate bank relationship, business credit lines, and vendor accounts, while owning

100% of the membership interests in subsidiary operating LLCs or DBAs that isolate day-to-day operational liability.

FAQ 20: "What happens on the exact day of closing? Walk me through the 30-minute timeline."

Answer:

- **Minutes 1-5:** We verify your Driver's License/Passport for KYC and send the **7-Document Closing Packet** via DocuSign/Adobe Sign alongside our wire/escrow instructions.
- **Minutes 5-15:** Upon wire/payment confirmation, we log into `wyobiz.wyo.gov` and update the public Officer and Director records to your name and address, generating your updated state filing confirmation and **Certificate of Good Standing**.
- **Minutes 15-25:** We push the `.com` domain registrar lock/auth code, Netlify 6-page website repository, and custom email inbox credentials to your email.
- **Minutes 25-30:** For Track A, you complete the 5-minute online IRS EIN application (`irs.gov`) using the step-by-step cheat sheet in your packet; for Track B, you sign **IRS Form 8822-B** and receive the D&B and Net-30 vendor login credentials. You now own 100% of a turnkey, bank-ready aged corporation.