

## ENTITY CLOSING CHECKLIST

When an entity is a party to a contract, whether they are the Seller or the Buyer, our Underwriters require the following information in order to approve document execution at Closing.

### Corporations

- ☐ Certificate of Incorporation  
(*Certificates of Authority for Foreign Corporations*)
- ☐ Articles of Incorporation
- ☐ Certificate of Good Standing
- ☐ Bylaws
- ☐ Corporate Resolution Authorizing the Transaction
- ☐ Certificate of Incumbency

### Limited Liability Company

- ☐ Certificate of Organization
- ☐ Certificate of Good Standing
- ☐ Articles of Organization and Regulations / Operating Agreement
- ☐ Resolution

### Professional Limited Liability Company

- ☐ Partnership Agreement
- ☐ Resolution

### Non-Profit Corporation

- ☐ Articles of Incorporation
- ☐ Certificate of Good Standing
- ☐ Bylaws
- ☐ Corporate Resolution
- ☐ Certificate of Incumbency

### General Partnerships

- ☐ Partnership Agreement
- ☐ Consent of All Partners

### Joint Venture

- ☐ Joint Venture Agreement
- ☐ Documentation based on Joint Venture Agreement

### Limited Partnership

- ☐ Limited Partnership Agreement
- ☐ Certificate of Limited Partnership
- ☐ Partnership Resolution (*if required*)
- ☐ Certificate of Good Standing

### Limited Liability Partnership

- ☐ Partnership Agreement
- ☐ Certificate of Good Standing

### Foreign Limited Liability Partnership

- ☐ Partnership Agreement
- ☐ Certificate of Authority from Texas Secretary of State