



FORM **5-I**

**Nonstock Corporation &  
Limited Liability Company  
Annual Report**

**INFORMATION AND INSTRUCTIONS**  
REQUIRED UNDER CHS. [181.1622](#) & [183.0120](#) WIS. STATS.

This form is mandatory and must be used to file the REQUIRED ANNUAL REPORT for a Domestic or Foreign Nonstock Corporation and Domestic or Foreign Limited Liability Company. Failure to file this report may result in administrative dissolution for domestic entities under [ss. 181.1420](#) & [183.09025](#) Wis. Stats. or revocation for foreign entities under [ss. 181.1530](#) & [183.1020](#) Wis. Stats.

You may go online to the [Corporate Record Search](#) and enter in your company name; it will show you the type of entity you formed. Department of Financial Institution staff cannot provide legal advice regarding this form.

**Required Annual Report filing fees**

Type	Chapter	Fee
Domestic (WI) Nonstock Corporation	181	\$10.00 per year
Foreign Nonstock Corporation	181	\$15.00 per year
Domestic (WI) Limited Liability Company	183	\$25.00 per year
Foreign Limited Liability Company	183	\$80.00 per year

A domestic corporation/limited liability company shall deliver its annual report to the Department in each year following the calendar year in which the domestic corporation/limited liability company was incorporated/organized, during the calendar year quarter in which the anniversary date of the incorporation/organization occurs. ([ss. 181.1622 \(3\) \(a\)](#) & [183.0120\(3\)](#) Wis. Stats.)

**Domestic Entity Annual Due Dates**

Incorporation Date	Annual Due Date
January 1 <sup>st</sup> thru March 31 <sup>st</sup>	March 31 <sup>st</sup>
April 1 <sup>st</sup> thru June 30 <sup>th</sup>	June 30 <sup>th</sup>
July 1 <sup>st</sup> thru September 30 <sup>th</sup>	September 30 <sup>th</sup>
October 1 <sup>st</sup> thru December 31 <sup>st</sup>	December 31 <sup>st</sup>

A foreign corporation/limited liability company authorized to transact business in this state shall deliver its annual report to the department during the first calendar quarter of each year following the calendar year in which the foreign corporation/limited liability company becomes authorized to transact business in this state. ([ss.181.1622 \(3\) \(b\)](#) & [183.0120\(3\)](#). Wis. Stats.)

**Foreign Entity Annual Due Date**

Qualification Date	Annual Due Date
January 1 <sup>st</sup> thru December 31 <sup>st</sup>	March 31 <sup>st</sup>

Please complete each section, answering ALL questions. IF SOMETHING IS LEFT BLANK THE REPORT WILL BE REJECTED AND RETURNED. If the answer to any question is "NONE", please enter the word "NONE". Be sure the report is signed, dated and includes a check payable to the Department of Financial Institutions for the appropriate filing fee (see above).





INSTRUCTIONS:

Enter the appropriate fee in the Filing Fee field in the upper right hand corner. See chart on previous page for fees.

1. Enter the name of the entity.
2. Please tell us the state or country under whose law you are formed.
3. Enter the name of the registered agent and the mailing address of the registered agent in Wisconsin: Each entity shall continuously maintain in this state a registered office and registered agent. The registered office may, but need not, be the same as any of its places of businesses. **THE CORPORATION MAY NOT NAME ITSELF AS THE REGISTERED AGENT.**
4. Enter the address of the principal office. A principal office is the location where the entity maintains its principal executive offices.
5. List the names and post-office addresses of each director and principal officer (Nonstock Corporations) or Manager and Members (Limited Liability Companies). (attach additional pages as needed)

Nonstock Title Definitions:

**DIRECTORS:** A director shall be an individual. The articles of incorporation or bylaws may prescribe other qualifications for directors. A director need not be a resident of this state or a member of the corporation unless the articles of incorporation or bylaws so prescribe. **Minimum number:** A board shall consist of 3 or more individuals, with the number specified in or fixed in accordance with the articles of incorporation or bylaws.

**OFFICERS: (1) PRINCIPAL OFFICERS.** Unless otherwise provided in the articles of incorporation or bylaws, a corporation shall have a president, a secretary, a treasurer and such other officers as are appointed by the board. **(2) ASSISTANT OFFICERS.** A duly appointed officer may appoint one or more officers or assistant officers if authorized by the bylaws or the board. **(3) MULTIPLE OFFICES.** The same individual may simultaneously hold more than one office in a corporation.

Limited Liability Company Title Definitions:

**MANAGERS:** "Manager" or "managers" means, with respect to a limited liability company that has set forth in its articles of organization that it is to be managed by one or more managers, the person or persons designated in accordance with [s. 183.0401](#). If management of domestic or foreign limited liability company is vested in one or more managers then list the name and business address of each manager.

**MEMBERS:** "Member" means a person who has been admitted to membership in a limited liability company as provided in [s. 183.0801](#) and who has not dissociated from the limited liability company. A **Foreign Limited Liability Company** is **required** to give the name and business address of each member of the foreign limited liability company.

6. Please state whether the corporation has members or not. "Member" means a person who has membership rights in a corporation in accordance with the provisions of its articles of incorporation or bylaws. ([s. 181.0103\(15\) Wis. Stats.](#))
7. Please provide a brief description of the nature of the business.



8. Every corporation shall, in its annual report filed with the Department of Financial Institutions, show whether it has entered into any contract, combination in the form of trust or otherwise, or conspiracy in restraint of trade or commerce. The Department of Justice shall enforce this section. ([s. 133.12 Wis. Stats.](#)) Person executing this document shall sign it, state his/her name and the capacity in which he/she signs and state the executed date. Any of the following persons may execute this document per [ss. 181.0120 \(3\)](#) & [183.0107](#).

Nonstock Signatories Allowed

- An **officer** of the Domestic Corporation or Foreign Corporation may sign.
- If directors have not been selected or the corporation has not been formed, an **incorporator** may sign.
- If the Domestic Corporation or Foreign Corporation is in the hands of a receiver, trustee or other court-appointed fiduciary then the **fiduciary** may sign.

Limited Liability Company Signatories Allowed

- A Manager of the Domestic/Foreign Limited Liability Company
- A Member of the Domestic/Foreign Limited Liability Company
- Attorney-in-fact. Powers of attorney relating to the execution of the document do not need to be shown to or filed with the department.

**SAVE TIME AND MONEY!**  
**SUBMIT YOUR**  
**ANNUAL REPORT ONLINE AT**  
[www.wdfi.org](http://www.wdfi.org)

**NONREFUNDABLE FILING FEE:** Make remittance payable to the [Department of Financial Institutions](#).  
*Optional expedited service:* The nonrefundable expedited service fee of **\$25.00** is in addition to the filing fee required for this document to be processed, and provides the document will be processed in an expeditious manner. If you need assistance, please contact the Department at (608) 261-7577.

This form is required to accomplish a filing with the department. Information requested may be used for secondary purposes. This document can be made available in alternate formats upon request to qualifying individuals with disabilities.

**Mailing Address:**

State of WI-Dept. of Financial Institutions  
 Box 93348  
 Milwaukee WI 53293-0348

**Physical Address for Express Mail/Courier**

Department of Financial Institutions  
 Division of Corporate & Consumer Services  
 201 W. Washington Ave – Suite 300  
 Madison WI 53703