

# IMPORTANT INFORMATION REGARDING CORPORATIONS, LIMITED LIABILITY COMPANIES, & CIVIL PENALTIES

The Missouri Board for Architects, Professional Engineers, Professional Land Surveyors and Professional Landscape Architects (Board) has the authority to invoke “Civil Penalties” on corporations and/or limited liability companies practicing architecture, engineering, land surveying, and/or landscape architecture without a Corporate Certificate of Authority.

To make sure your corporation or limited liability company is operating in compliance with Chapter 327, RSMo, please be sure to read the below information.

## 1. When is a Corporate Certificate of Authority Required?

If your firm is incorporated or registered as a limited liability company and is offering and/or rendering architecture, engineering, land surveying, or landscape architecture services in Missouri, or if your articles of incorporation or articles of organization include the offering of such services in your purpose statement, the Board believes that you are required by law to obtain the appropriate Corporate Certificate of Authority from this Board. If your company’s name includes the word (or any derivative of the word) “architect,” “engineer,” “land surveyor,” and/or “landscape architect” and is advertising that it can provide architecture, engineering, land surveying, and/or landscape architecture services the Board believes that you are required by law to obtain the appropriate Corporate Certificate of Authority. Your attention is directed to Section 327.401.2, which reads in part as follows:

*“2. Any domestic corporation formed under the corporation law of this state, or any foreign corporation, now or hereafter organized and having as one of its purposes the practicing of architecture or professional engineering or professional land surveying or professional landscape architecture and any existing corporation which amends its charter to propose to practice architecture or professional engineering or professional land surveying or professional landscape architecture shall obtain a certificate of authority for each profession named in the articles of incorporation or articles of organization from the board...”*

## 2. Is a “Certificate of Good Standing” the same as a “Corporate Certificate of Authority”?

**“No.”** A “Certificate of Good Standing” is issued by the Missouri Secretary of State when application is made for “Authorization to Transact Business” in Missouri. A “Corporate Certificate of Authority” is a license issued by the Board to a corporation or limited liability company certifying that it is authorized to practice architecture, engineering, land surveying, and/or landscape architecture in the state of Missouri.

## 3. How Does a Corporation or Limited Liability Company Apply for a Corporate Certificate of Authority?

**Before** making application with the Board, you must first apply with the Missouri Secretary of State for “Authorization to Transact Business” in Missouri and receive a “Certificate of Good Standing.” Once this has been done, you may then download the Board’s “Certificate of Authority” application directly from the Board’s website at <https://pr.mo.gov/apelsla-corporations.asp>. Your application, when submitted to the Board, must be accompanied by the required fee and the “Certificate of Good Standing” issued by the Missouri Secretary of State.