

Important Certification Definitions

- **Articles of Incorporation** - Similar to the "Articles of Organization" for a Limited Liability Company, the Department of State requires this document when filing as a corporation. It establishes the existence of your corporation in Florida, and sets forth certain basic information about your business. The Articles of Incorporation describe the fundamental identifying and operating characteristics of the corporation. Once filed and approved by the state, the Articles of Incorporation legally create the corporation as a registered business entity within the state.
- **Articles of Organization** - Similar to the "Articles of Incorporation" for a Corporation, the Department of State required this document when filing as a Limited Liability Company (LLC). It establishes the existence of your LLC in Florida, and sets forth certain basic information about your business. The Articles of Organization describe the fundamental identifying and operating characteristics of the LLC. Once filed and approved by the state, the Articles of Organization legally create the LLC as a registered business entity within the state.
- **Balance Sheet** - This document is required to determine the net worth of the business at the time of applying for certification, and shows the assets and liabilities of a business at a particular time. If your business has not been in operation for at least two years, submit a balance sheet showing the assets and liabilities of the business from the start of operations.
- **Corporate Bylaws** - Similar to the "Operating Agreement" in a LLC, this document governs the workings of your corporation. The corporate bylaws allow you to structure your financial and working relationships with your co-owners in a way that suits your business.
- **Fictitious Name** - A business must register a "fictitious name" with the Department of State on www.sunbiz.org if the name of the business is not in the name of the owner.
- **Membership Certificate** - Similar to the stock certificate in a Corporation; states the number of shares owned by a person or a company in a corporation's stock. You must submit one for each person with ownership in the corporation. You can purchase a certificate kit from most office supply stores.
- **Occupational License/Business Tax Certificate** - An Occupational License or Business Tax Certificate is issued by a city and/or county for the privilege of engaging in any business, occupation or profession. Anyone providing merchandise or services to the public, even through a one-person company or home-based occupation, may be required to obtain a Business Tax Certificate from the city and/or county for which the business is located. To determine if this is required for your business please contact your local county clerk of courts or city government for details.
- **Operating Agreement** - Similar to the "Corporate Bylaws" in a corporation, this document governs the workings of your LLC. An LLC operating agreement allows you to structure your financial and working relationships with your co-owners in a way that suits your business.
- **Organizational Meeting Minutes for Recent Two Years** - We recommend that you hold a meeting at least once a year to update members on the operations of the business, where the business is planning to move in the next year, as well as, discussing the financials of the business, the change in positions. etc. Maintain documentation of the meeting discussions, i.e., meeting minutes.
- **Professional License** - Licensure that gives permission to practice within a regulated field. Visit the Department of Business and Professional Regulations at

<http://www.myfloridalicense.com/dbpr/index.html> for a list of professions requiring licensure in the State of Florida.

- **Resume** - A document that contains a summary or listing of relevant job experience and education, and includes dates and a statement of the owner's duties within the business. Additionally, the resume must substantiate personal direction and actual involvement with all major aspects of the business, and demonstrate that the applicant has managerial capability, knowledge, training, education and experience required to make decisions regarding the operations of the business. The applicant must have the authority to control and exercise dominant control over the management and daily operations of the business.
- **Statement of Duties** – A document showing the day-to-day duties and responsibilities of each business owner and stockholder within the business. The duties of the applicant must reflect that he/she has the authority to control and exercises dominant control over the management and daily operations of the business. If the applicant business is a corporation and the business affairs of the corporation are managed under the direction of a board of directors as provided by the articles of incorporation or bylaws of the of the corporation, the articles or bylaws must explicitly clarify the number of directors required to establish a quorum. If not, the Office of Supplier Diversity requires that a quorum consist of a majority of the number of, directors presented by the article of incorporation or the bylaws.
- **Stock Certificates** - Similar to the Membership Certificate in a LLC; states the number of shares owned by a person or a company in a corporation's stock. You must submit one for each person with ownership in the Corporation. You can purchase a certificate kit from most office supply stores.