





















WE ARE HERE TO HELP YOU



Erlan Dobronsky, MBA Capital Acquisition Consultant

Email: eddobronsky@widener.edu

Call me: 302-365-0265
Book time with me:

https://widenersbdc.as.me/VitualMeeting-ErlanDobronsky

PENNSYLVANIA SMALL BLISINESS DEVELOPMENT CENTERS

S B D C



Widener University



OUR MISSION

To help your business:









Consulting

Confidential & at no cost to you











TELL ME ABOUT YOU

- Your name
- Your business
- · Where do you reside?
- Where is your place of business?
- What do you expect to learn today?





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Pennsylvania small business development centers







https://corp.delaware.gov/howtoform/



https://www.njportal.com/DOR/BusinessNameSearch/Search/Availability

Agenda















WHAT WILL YOU GET AFTER THIS WORKSHOP?

Goal:

• We help you apply for the legal documents required to close a loan with AGL from Community First Fund

For whom:

• Customers who have attended an AGL information session AND have signed an AGL loan application

What you will learn:

- How to fill-out all legal documents needed for closing:
 - Legal entity formation;
 - EIN; Articles of Incorporation
 - Operation agreement
 - Business Bank Account
- Licenses and permits

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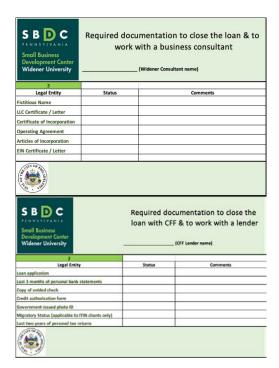






WHAT WILL YOU GET AFTER THIS WORKSHOP?

- ✓ Access the following link link: https://widenersbdc.org/presentation/
- ✓ Select option "check list"
- ✓ Review the documentation list for your legal entity and for the city of Philadelphia licenses and permits
- ✓ Mark the column as completed for the documents you know you have for sure
- \checkmark In this presentation we'll give you the relevant information for you to complete your own list





BUSINESS ENTITY COMPARISON TABLE

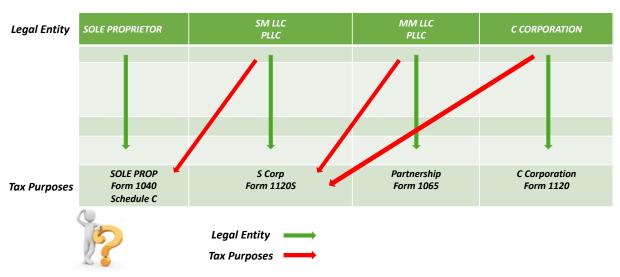
Characteristics	Sole Proprietorship	General Partnership	Limited Partnership (LP)	Limited liability Partnership (LLP)	C corporation	S corporation	Limited liability Company (LLC)
Formation	No state filing Required.	Agreement between two or more parties.	State filing required.	State filing required. In California the use of LLP is limited to accountants & lawyers.	State filing required.	State filing required.	State filing required.
Duration of Existence	Dissolved if entity ceases doing business or upon death of the sole proprietor.	Dissolves upon death or withdrawal of a partner, unless safeguards are specified in a partnership agreement.	Perpetual	Dependent on the requirements imposed by the state of formation.	Perpetual	Perpetual	Dependent on the requirements by the state of formation.
Liability	Sole proprietor has unlimited liability	Partners have unlimited liability.	At least one general partner has unlimited liability.	Partners are not typically responsible for the debts of the LLP,	Shareholders are typically not responsible for the debts of the corporation.	Shareholders are typically not responsible for the debts of the corporation.	Members are not typically responsible for the debts of the LLC.
Operational Requirements	Relatively few legal requirements.	Relatively few legal requirements.	Some formal requirements, but less formal than corporation.	Delaware, Georgia, Pennsylvania, Texas, and Virginia require and LLP to carry insurance or an escrow account to cover liabilities.	Board of directors, annual meetings, and annual reporting.	Board of directors, annual meetings, and annual reporting.	Some formal requirements, but less formal than corporations.
Management	Sole proprietor has full control of management and operations.	Typically each partner has an equal voice, unless otherwise arranged.	Limited partners are excluded from management unless they serve on the board of directors.	All partners have the right to manage the business directly.	Managed by directors who are elected by shareholders.	Managed by directors who are elected by shareholders.	LLC has an operating agreement that outlines management.
Taxation	Not a taxable entity. Sole proprietor pays all taxes.	Not a taxable entity. Each partner pays tax on his/her share of income and can deduct losses against other sources of income.	Files taxes as a separate entity, and must meet certain criteria to avoid being taxed as a corporation.	Files taxes as a separate entity, must meet certain criteria to avoid being taxes as a corporation.	Taxed at the entity level. If dividends are distributed to shareholders, dividends are also taxed at the individual level.	No tax at the entity level. Income/loss is passed through to shareholders.	If properly structured, there is no tax at the entity level. Income/loss is passed through to members.
Pass-through Income/loss	Yes	Yes	Yes, if requirements are fulfilled.	Yes, if requirements are fulfilled.	No	Yes	Yes
Double taxation	No	No	No	No	Yes, if income distributed to shareholders as dividends.	No	No
Cost of creation	None	None	State filing fee required.	State filing fee required.	State filing fee required.	State filing fee required.	State filing fee required.
Raising capital	Often difficult unless individual contributes funds.	Contributions can be made from partners, and more partners can be added.	Contributions can be made from partners, and more partners can be added.	Contributions can be made from partners, and more partners can be added.	Shares of stock are sold to raise capital.	Shares of stock are sold to raise capital.	Possible to sell interests, though subject to operating agreement restrictions.
Transferability Of interest	No	No	Yes, pending approval of other limited partners and the	Possible, dependent of partnership agreement restrictions.	Shares of stock are easily transferred.	Yes, observing IRS regulations on who can own stock.	Possible, dependent on operating agreement restrictions.







LEGAL STRUCTURE TYPES

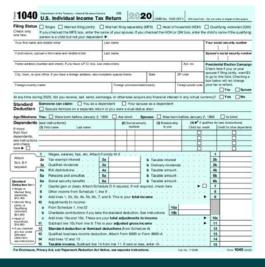






Legal Entity	\longrightarrow
Tax Purposes	\longrightarrow

TAX FORMS



(Form				priet stru		orm 1065.	2022 Attachment Sequence No. 09
Name	of proprietor					Social s	curity number (SSN)
A	Principal business or profession	on, inc	luding product or service (see i	nstru	ctions)	B Enters	code from instructions
С	Business name. If no separate	busi	ess name, leave blank.			D Emplo	yer ID number (EIN) (see instr
Ε	Business address (including s	ulte o	room no.)				
	City, fown or post office, state	, and	ZIP code				
,	Accounting method: (1)	7 Car	n 60 DAccrusi 60		Ther (specify)		
a	Did you "materially participate	Cint	e operation of this business du	ring:	20227 If "No," see instructions for It	mit on los	us . Yes No
н	If you started or acquired this	busin	ess during 2022, check here .				
	Did you make any payments i	n 202	that would require you to file if	Form	(s) 1099? See instructions		Yes No
J							
Part							
1			tions for line 1 and check the b yee" box on that form was che		this income was reported to you on	١, ١	
2						2	
	Subtract line 2 from line 1					3	
ï						4	
ì			w3			5	
					stund (see instructions)	6	
÷	Gross income. Add lines 5 at		sam process or one car over		non-par-ran-scrong	7	
Part			es for business use of your	r ho	me only on line 30.		
_	Advertising		1	18	Office expense (see instructions)	18	
	Car and truck expenses	r		19	Pension and profit-sharing plans		
•	(see instructions)	١.		20	Rent or lease (see instructions):		
10	Commissions and fees	10			Vehicles, machinery, and equipment	20a	
11	Contract labor (see instructions)	11		Ē	Other business property		
12	Depletion	12		н.	Repairs and maintenance		
13	Depreciation and section 179			22	Supplies (not included in Part III)		
	expense deduction (not			23	Taxes and licenses	23	
	included in Part III) (see instructions)	13		24	Travel and meals:		
14	Employee benefit programs			٠.	Travel	244	
14	Employee beneft programs (other than on line 19)	14		ī	Daductible meals issee	240	
	Insurance lother than health)	15			Instructions)	245	
45		10		35			
15							
16	Interest (see instructions):	16a		26	Wages (less employment credits)	26	
16	Interest (see instructions): Mortgage (paid to banks, etc.)				Wages (less employment credits) Other expenses (from line 48)	26	
16	Interest (see instructions): Mortgage (paid to banks, etc.) Other	16a 16b		27a	Other expenses (from line 48) .	26	
16 a b	Interest (see instructions): Mortpage (paid to banks, etc.) Other Legal and professional services	10b		27a b		26 27a 27b	

ENNSYLVANIA SMALL BUSINESS DEVELOPMENT CENTERS.

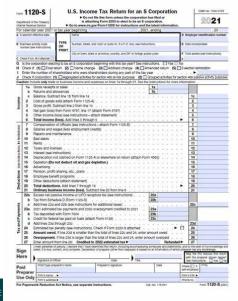
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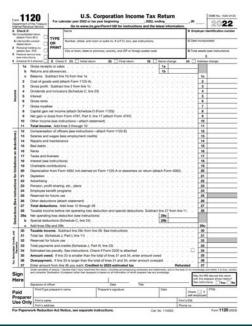
Legal Entity Tax Purposes

TAX FORMS



Frem	10	65		U.S. Return of Partnership Income	OMB No. 1545-0123
rorm.	•	-	For cal	elendar year 2019, or tax year beginning , 2019, ending , 20	@@40
		the Treasury ue Service		➤ Go to www.irs.gov/Form1065 for instructions and the latest information.	2019
A Prin	cipal bus	siness activity		Name of partnership	D Employer identification num
ð Prin	cipal prof	duct or service	Type	Number, street, and room or suite no. If a P.O. box, see instructions.	E Date business started
8us	iness co	ode number	Print	City or town, state or province, country, and ZIP or foreign postal code	F Total assets (see instructions)
9 0	heck ar	pplicable bo	nxes:	(1) Initial return (2) Final return (3) Name change (4) Address change	
				(1) ☐ Cash (2) ☐ Accrual (3) ☐ Other (specify) ►	
				Attach one for each person who was a partner at any time during the tax year ▶	
				M-3 are attached	
				Aggregated activities for section 465 at-risk purposes (2) Grouped activities for section 469	
				or business income and expenses on lines 1a through 22 below. See instructions for	
				or sales	Illure L.
	b			owances	
	6				10
	2			sold (attach Form 1125-A)	2
e.	3			ubtract line 2 from line 1c	3
псот	4			e (loss) from other partnerships, estates, and trusts (attach statement)	4
Ĕ	5			(loss) from other partnerships, estates, and trusts (attach statement)	5
	6			(loss) (attach Schedule F (Form 1040 or 1040-SH))	6
	7			rom Form 4/9/, Part II, line 1/ (attach Form 4/9/)	7
	8			loss) (attach statement)	8
_	9			ages (other than to partners) (less employment credits)	9
8					10
all o	10				10
Ě	11				11
ă	12				
ş	1.0				13
3	14				14
ž	15				15
2	16a			required, attach Form 4562)	
ā	b				16c
8					
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nctions (sc	18	Retireme	on (Do n e ent plans	ns, etc	18
ductions	18 19	Retireme	on (Do no ent plans ee benef	ns, etc.	18
Deductions (see instructions for limitations)	18 19 20	Retireme Employee Other de	en (Do no ent plans ee benef eduction	ns, etc. fit programs ns (attach statement)	18 19 20
Deductions (sc	18 19	Retireme Employee Other de Total de	ent plans ee benef eduction eduction	ns, etc. ift programs ns (attach statement) ns. Add the amounts shown in the far right column for lines 9 through 20	18

Legal Entity Tax Purposes



Pennsylvania small business development centers







FICTITIOUS NAME

√ What is it?

It is the incorporation under the fictitious name, DBA, Trade name or assumed name.

 How to become one and what to present for the loan request

You get it through the PA Department of State https://hub.business.pa.gov/Home

You must present the fictitious name certificate of registration

- √ What's the fee?
- The fee is \$75 USD, and it doesn't have to be renewed
- Fill-out this form and you'll get a certificate in approx. 3-5 weeks
- The fictitious name is not a legal entity









LLC LIMITED LIABILITY COMPANY

- √ What is it? LLC stands for Limited Liability Corporation
- \checkmark How to become an LLC and what to present for the loan request

You must register with the PA Department of State https://hub.business.pa.gov/Home

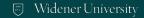
- Set-up an account
- Fill-out this form and you'll get a certificate in approx. 3-5 weeks
- Loan requires you to present the LLC Certificate of Organization signed and sealed and the operations Agreement
- √ What's the fee?

The fee is \$125 USD, and it doesn't have to be renewed

laters decorated by malf in:	Certificate of Organization Domestic Limited Liability Compar DSCB:15-8913 (see, 7/2015)				
Spin Zip Code	JH.	8913			
tead all instructions prior to completing. This form may be	e submitted online a	at https://www.corporations.pa			
\$125					
In compliance with the requirements of 15 Pa C.S. § 8° ing to organize a limited liability company, hereby certifications.		man or organization, on the			
The name of the limited fiability company (designant Trusted liability company) or abbreviations: The (a) address of the limited liability company's in the (b) time of its commercial registered office provider (Complice (a) or 10- and both).	ial registered office	in this Commonwealth or			
The name of the limited liability company (dostgrant limited liability company) or abbreviation; limited liability company or abbreviation; 2. The (a) address of the limited liability company's intit (to more of an commercial registered office provider (champless of an 95 me health).	ial registered office	in this Commonwealth or			
The name of the limited liability company (dostgrant "Insteal liability company" or abbreviation; This company or abbreviation; The (a) address of the limited liability company's init (b) mare of an commercial registered office provider (Completer (a) or b) now health.	ial registered office and the county of w	in this Commonwealth or creat is:			
The name of the Initial Sability company (designans "Initial Aubility company" or althorisation). The (a) Aubility company" or althorisation). The (a) Aubility of the Initials Highlety company's initial to hame of its commercial registery office provider (Complaint (a) or the -net healt). (a) Numbe and Storet City 5	ial registered office and the county of w kinte Zip	in this Commonwealth or trac is County County			

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LLC LIMITED LIABILITY

OPERATING AGREEMENT

COMPANY

															isting unde	
laws	of	the	State	of				_,	having	its	princ	ipal	place	of	business	a
(the	"Co	mpany	"),	and						h	iving	a	resider	ice	address	of
(the "	Memb	er"), as	sole 1	nembe	r.											
ART	ICLE	I. DEF	INIT	ONS												
1. Ce	rtain I	Definit	ions.	s used	l hereir	n, the fol	llowing t	terms	have the	follow	ing me	aninį	gs:			
	"Act" ended.		s the l	imite	d Liabi	lity Cor	mpany A	Act of	the State	e of _			, a	s fron	n time to	time
(b)	"Agre	ement'	mear	s this	Operati	ng Agre	ement, a	s the	same may	be a	mendec	fron	time to	time.		
(e)	"Code	" mear	s the l	nterna	l Rever	nue Cod	le of 198	6, as a	mended	from t	ime to	time.				
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(h)	"Tran	sfer" o	r "tran	sfer" :	shall m	ean sell	, assign,	conv	ey, donate	e, beq	ucath,	pledg	e, grant	ı sect	nity interes	t in

(i) "Treasury Regulation(s)" means the regulations of the United States Department of the Treasury promulgated under the Code, as amended or supplemented from time to time.

OPER ATING AGREEMENT OF





CREATING A LEGAL ENTITY FOR MY **BUSINESS**



• https://hub.business.pa.gov/Home

PENNSYLVANIA SMALL BUSINESS DEVELOPMENT CENTERS







GETTING AN EIN

https://www.irs.gov/businesses

IRS DEPARTMENT OF THE TREASURY
INTERNAL REVENUE SERVICE
CINCINNATI OH 45999-0023



Employer Identification Number: Form: SS-4 Number of this notice: CP 575 G

For assistance you may call us at: 1-800-829-4933

IF YOU WRITE, ATTACH THE STUB AT THE END OF THIS MOTICE.

he. The file of the deciments, payments, and related correspondence, it is very important on use your IIS and complete name and address exactly as shown shows. Any variation as addys in processing, result in incorrect information in your account, or even please make the correction using the attached tear off sub and return it to us. please make the correction using the attached tear off sub and return it to us. please make the correction using the attached tear off sub and return it to us. the contract of the contract of

To obtain tax forms and publications, including those referenced in this notice, visit our Web site at www.irs.gov. If you do not have access to the Internet, call 1-800-829-8699) or visit your local IRS office.

- Use this EIN and your name exactly as they appear at the top of this notice on all your federal tax forms.

If you have questions about your EIN, you can call us at the phone number or write to at the address shown at the top of this notice. If you write, please tear off the stub the bottom of this notice and send it along with your letter. If you do not need to ite us, do not complete and return the stub.

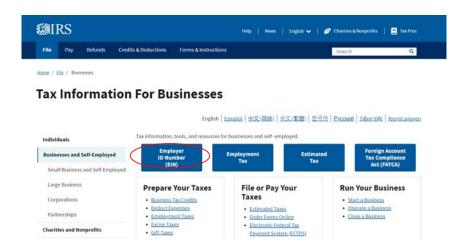
Your name control associated with this EIN is CAME. You will need to provide this information, along with your EIN, if you file your returns electronically.

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EIN CERTIFICATE



https://www.irs.gov/businesses

PENNSYLVANIA SMALL BUSINESS DEVELOPMENT CENTERS



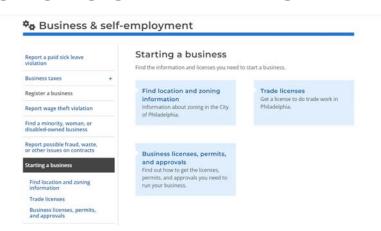




CITY OF PHILADELPHIA BUSINESS LICENSES AND PERMITS



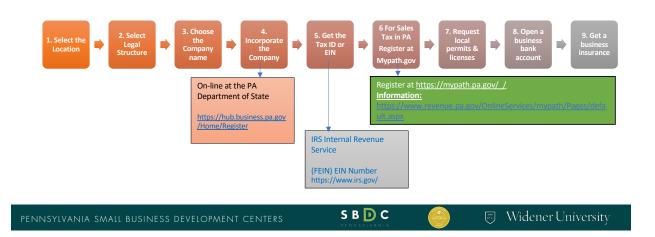
https://www.phila.gov/services/business-self-employment/







REGISTRATION STEPS







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