

# DELAWARE DIVISION OF CORPORATIONS

## Registered Agent Listing Standards

A legal entity incorporated, formed or registered in the State of Delaware must be represented by a registered agent. Generally, such entities shall have and maintain in Delaware a registered agent which may be 1) the entity itself, 2) an individual resident of Delaware, or 3) a domestic or foreign legal entity.

It is a privilege to be included on the list of registered agents (hereinafter “agent(s)” or “registered agent(s)”) available to the public on the State of Delaware website. Agents on the list are referred herein as Listed Agents. Inclusion as a Listed Agent is at the discretion of the Secretary of State in accordance with 8 Del.C. §132(g), 6 Del. C. §17-104(j), 6 Del.C. §18-104(j), and 6 Del. C. §15-111(j) pursuant to the following qualifications and standards deemed necessary and appropriate by the Secretary of State:

The Secretary of State hereby designates the Director, Administrator and Technical Support Administrator in the Delaware Division of Corporations in the Department of State (referred to herein as the “Division of Corporations”) to receive and process requests and applications to be a Listed Agent and to determine compliance with qualifications and standards established herein.

The Division of Corporations reserves the right to deny any request made by an individual or business purporting to act as a registered agent for Delaware legal entities to become a Listed Agent if the Division of Corporations, in its sole discretion, determines that such individual or business is engaged in business practices that are misleading to the public or that might cause harm to the interests of the public or the State as determined by the Division of Corporations.

### **LISTED AGENTS MUST MEET REQUIREMENTS TO BE A REGISTERED AGENT:**

Listed Agents must be fully compliant with the statutory requirements to be a registered agent in Delaware [see 8 Del. C. §132, 6 Del. C. §15-111(a)(e), 6 Del.C. §17-104(a)(e), and 6 Del. C. §18-104(a)(e)] which require generally that an agent for a domestic or foreign legal entity shall:

- (1) If an entity, maintain a business office in Delaware that is generally open, or if an individual resident, be generally present at a designated location in this State, at sufficiently frequent times to accept service of process and otherwise perform the functions of a registered agent;
- (2) If a foreign entity, be authorized to transact business in this State;

(3) Accept service of process and other communications directed to the legal entity for which it serves as registered agent and forward same to the legal entity to which the service or communication is directed;

(4) Forward to the legal entity for which it serves as registered agent the annual report or notice as may be required by 8 Del. C. §502, 6 Del. C. §15-1208(c), 6 Del.C. §17-1109(c), and 6 Del. C. §18-1107(d) or an electronic notification of same in a form satisfactory to the Secretary of State; and

(5) Retain (in paper or electronic form) the current communications contact for every entity that the registered agent represents which shall include the name, business address and business telephone number of **a natural person** who is an officer, director, employee or designated agent of the entity and who is authorized to receive communications from the registered agent.

Listed Agents shall not engage in practices that could result in the Secretary of State seeking injunctive relief respecting a registered agent pursuant to 8 Del. C. §132(f)(2) or similar provisions of the State's business entity laws. Injunctive relief may be sought when:

1) a registered agent fails to meet various qualifications and fails to address such deficiencies after notice and warning;

2) a registered agent, or any person who is an officer, director or managing agent of an entity registered agent, has been convicted of a felony or any crime which includes an element of dishonesty or fraud or involves moral turpitude to serve in that capacity; or

3) a registered agent has engaged in conduct in connection with acting as a registered agent that is intended to or likely to deceive or defraud the public.

### **LISTED AGENTS MUST MEET REQUIREMENTS TO BE A COMMERCIAL REGISTERED AGENT:**

Listed Agents must be fully compliant with the statutory requirements to be a Commercial Registered Agent in Delaware (see 8 Del. C. §132(c)(d), 6 Del. C. §15-111(f)(g), 6 Del. C. §17-104(f)(g), and 6 Del.C. §18-104(f)(g)) which require generally that any registered agent that directly or indirectly through common officers, directors, managing agents or employees serves as a registered agent for more than 50 entities shall satisfy and comply with the following qualifications:

(1) If an individual, maintain in Delaware a principal residence or place of business and if an entity maintain a business office;

(2) Maintain a Delaware business license;

(3) During normal business hours, if an individual, be generally present at a designated location in Delaware and if an entity have generally present at such office an officer, director or managing agent who is a natural person; and

(4) Provide the Division of Corporations, upon request, with such information identifying and enabling communication with such commercial registered agent as the Division shall require. In order to enable communications, all Commercial Registered Agents are required to complete, sign and have notarized and delivered to the Division of Corporations a registration statement to be updated when changes occur and to be submitted periodically upon request.

### **LISTED AGENTS MUST MEET ADDITIONAL REQUIREMENTS:**

If an entity, a Listed Agent must be incorporated, formed, or registered with the Division of Corporations, in good standing with all annual reports filed and current and all taxes due paid to date, and must have been a registered agent for a minimum of one year.

An agent is prohibited from becoming or remaining a Listed Agent if the Delaware Division of Corporations receives an inordinate number of bona fide significant complaints against the agent from customers as determined by the Division of Corporations.

Must be a Commercial Registered Agent continuously for a period of at least 1 year.

Listed Agents shall not engage in misleading, deceptive or harmful business practices.

Listed Agents that purport to have a professional license (e.g., accountants, attorneys) shall be licensed in the State of Delaware and shall not have a record of having been disciplined or sanctioned by any professional licensing body within or without the State of Delaware.

Listed Agents may not market “shell”, “shelf” or “aged-shelf” companies (or substantially similar products and services) through the registered agents’ website or the website of an affiliate or affiliated party.

From time to time, the Division of Corporations may mandate attendance by Listed Agents at educational programs designed to promote best practices among Listed Registered Agents. Failure of the Listed Agents’ officer, director, or managing agent to attend such program(s) may be grounds for being delisted.

From time to time, the Delaware Division of Corporations audits registered agents to determine if they are in compliance with Delaware law, any rules or regulations issued by

the Secretary of State, and any agreements they may have with the Division. The Division may audit Listed Agents to determine compliance with standards and qualifications set forth herein. Failure to comply with such standards and qualifications may be grounds for being delisted.

***Disclaimer:***

*The list of Registered Agents is provided solely as a convenience to our website users. The State of Delaware makes no representations or warranties regarding the agents on this list. Registered Agents are not regulated by the State of Delaware. In general, the legal requirements to be a Registered Agent in Delaware are to maintain a street address and office located in Delaware and be open during normal business hours for the purpose of accepting service of process according to 8 Del.C. § 132(c), 6 Del.C. § 15111(f), 6 Del.C. § 17104(f), and 6 Del.C. § 18104(f). Consumers are encouraged to exercise due diligence in researching a Registered Agent prior to selecting them for representation.*