



ABA Forum on Construction Law – Division 3 – Design  
[http://www.americanbar.org/groups/construction\\_industry.html](http://www.americanbar.org/groups/construction_industry.html)

## **50-state Survey of Firm Licensure Requirements for Architectural and Engineering Firms**

1<sup>st</sup> Edition – Published January 2015

### Co-editors:

Douglas P. Jeremiah, Esq.  
CONNER GWYN SCHENCK PLLC  
3141 John Humphries Wynd Suite 100  
Raleigh, NC 27612  
(919) 789-9242  
[djeremiah@cgspllc.com](mailto:djeremiah@cgspllc.com)

Mark W. Mercante, Esq.  
BAKER, DONELSON, BEARMAN, CALDWELL & BERKOWITZ, P.C.  
No. 3 Sanctuary Boulevard  
Suite 201  
Mandeville, Louisiana 70471  
(985) 819-8400  
[mmercante@bakerdonelson.com](mailto:mmercante@bakerdonelson.com)

Matthew J. Ninneman, Esq.  
GODIN & BAITY, LLC  
621 17<sup>th</sup> Street, Suite 1900  
Denver, CO 80293  
(303) 572-3100  
[mninneman@godinbaity.com](mailto:mninneman@godinbaity.com)

Alabama	Design Professional Regulation	Firm License	Corporate Formation Requirements
<p><b>Author</b></p> <p>Kevin R. Garrison, Esq.                      BAKER, DONELSON, BEARMAN,                      CALDWELL &amp; BERKOWITZ, P.C.                      420 20th Street North                      Wells Fargo Tower, Ste 1400                      Birmingham, Alabama 35203                      (205) 250-8333  <a href="mailto:kgarrison@bakerdonelson.com">kgarrison@bakerdonelson.com</a></p>	<p><b>Architecture</b></p> <p>Alabama Board of Architects  <a href="http://www.boa.alabama.gov/">www.boa.alabama.gov/</a></p> <p>Licensing Statute – Ala. Code § 34-2-1,  <i>et seq.</i></p> <p>Licensing Rules –  <a href="http://www.boa.alabama.gov/Architects/ArchHandbook.aspx?m=architects">http://www.boa.alabama.gov/Architects/ArchHandbook.aspx?m=architects</a></p>	<p>Corporations, professional corporations, professional associations, partnerships, or limited liability companies may practice architecture by meeting the following requirements and obtaining a Certificate of Authorization (COA): (a) 2/3 or more of its officers, partners, directors, members, or others (depending on the legal structure of the entity) are registered/licensed architects and/or licensed professional engineers in any US jurisdiction and are also voting stockholders of the entity; and (b) at least one of the stockholding officers, directors, or members must be an architect licensed in Alabama who has authority to contractually bind the entity and whose name and seal shall appear on all documents prepared under his/her responsible control.</p>	<p>There are no specific requirements in Alabama for the corporate formation of an architectural firm, although there are ownership requirements in order to obtain a COA. The statute and regulations expressly permit corporations, professional corporations, professional associations, partnerships, and limited liability companies to obtain COAs.</p> <p>Along with any other licensed profession, architects may organize their business pursuant to Alabama’s Professional Corporations Law. Ala. Code § 10A-4-1.01, <i>et seq.</i> The primary distinction of this law is that ownership is limited to qualified persons (e.g., individuals licensed as architects).</p>
	<p><b>Engineering</b></p> <p>Alabama Board of Licensure for Professional Engineers and Professional Land Surveyors  <a href="http://www.bels.alabama.gov">http://www.bels.alabama.gov</a></p> <p>Statute &amp; Regulations:  <a href="http://www.bels.alabama.gov/Laws.aspx">http://www.bels.alabama.gov/Laws.aspx</a></p>	<p>Corporations, firms, partnerships, and LLCs, that perform or offer to perform engineering and/or land surveying work are required to have a Certificate of Authorization (“CA”). At least one of the principal officers, or partners, of a business entity seeking a CA must be licensed as a PE.</p> <p>If an individual practices under his or her own given name (i.e., John Doe, PE), they do not</p>	<p>There are no specific requirements in Alabama for the corporate formation of an engineering firm. Although only corporations, firms and partnerships are the only business entities listed by name in the regulations and statute, engineering firms are permitted to practice under all types of business entities authorized by law to conduct business in Alabama.</p>

Alabama	Design Professional Regulation	Firm License	Corporate Formation Requirements
	<p>Licensing Statutes – Code of Alabama, Title 34, Chapter 11 Ala. Code § 34-11-1, <i>et seq.</i></p> <p>Licensing Regulations – Alabama Administrative Code Chapter 330 Ala. Admin. Code r. 330-x-1, <i>et seq.</i></p>	<p>need a CA. If they practice as John Doe Engineering, they are required to have a CA. An organization or individual operating under a fictitious name must obtain a CA.</p> <p>In order to obtain a CA, the business entity must file an application, pay a fee, and designate a resident licensed PE or land surveyor in responsible charge of the engineering or land surveying work for each separate office or branch office. The names and addresses of all officers, partners, board members and resident licensees must be provided to the board.</p>	<p>Along with any other licensed profession, engineers may organize their business pursuant to Alabama’s Professional Corporations Law. Ala. Code § 10A-4-1.01, <i>et seq.</i> The primary distinction of this law is that ownership is limited to qualified persons (e.g., individuals licensed as professional engineers).</p>

Alaska	Design Professional Regulation	Firm License	Corporate Formation Requirements
<p><b>Authors</b></p> <p>Bryan A. Kelley, Esq.                      Melia Preedy, Esq.                      OLES MORRISON RINKER &amp;                      BAKER, LLP                      701 Pike Street, Suite 1700                      Seattle, WA 98101                      (206) 623-3427  <a href="mailto:kelly@oles.com">kelly@oles.com</a>  <a href="mailto:preedy@oles.com">preedy@oles.com</a></p>	<p><b>Architecture and Engineering</b></p> <p>Alaska State Board of Registration for Architects, Engineers, and Land Surveyors  <a href="http://www.commerce.alaska.gov/dnn/cbpl/ProfessionalLicensing/BoardofArchitectsEngineersandLandSurveyors.aspx">http://www.commerce.alaska.gov/dnn/cbpl/ProfessionalLicensing/BoardofArchitectsEngineersandLandSurveyors.aspx</a></p> <p>Licensing Statute – AS ch. 08.48</p> <p>Licensing Regulations – 12 AAC ch. 36</p> <p>Professional Corporation Act - AS ch. 10.45</p>	<p>All business entities offering architectural, engineering, land surveying, or landscape architectural services must obtain firm licensure, which is obtained by submitting to the Board an application for a certificate of authorization, a certified copy of resolution, an affidavit and designation of persons “who are in responsible charge” of the architectural activities in the corporation—to practice architecture or engineering in Alaska. AS §08.48.241(a).</p> <p>For an architecture or engineering firm to obtain a certificate of authorization, it must assign all architectural or engineering decisions to an architect or engineer in responsible charge (or a registered architect or engineer under their direct supervision); specify the major branches of architecture or engineering of which the firm has designated a person in responsible charge; state the type of work practiced by the firm; indicate an ability to provide architectural or engineering services; state the professional records of the designated person who is in responsible charge of each major branch of architectural or engineering activities; state the experience, if any, of the firm during the preceding five-year period; specify the major</p>	<p>If a corporation, LLC, or LLP is organized solely by a group of architects or engineers each holding a certificate of registration and applies for a certificate of authorization, the board may grant a certificate based on review of the professional records of the organizers forming the firm in place of the required qualifications of AS §08.48.241. AS §08.48.241(e).</p> <p>For architecture or engineering firms organized as a partnership (not including LLPs), all of the members of the partnership must be legally registered architects or engineers under AS ch. 08.48. AS § 08.48.251.</p> <p>While it is not required that a firm operate as a professional corporation in order to practice architecture or engineering in Alaska, there are corporate governance requirements for those that choose to do so. All of the incorporators, shareholders, and directors must be licensed to render the same professional service as the corporation or company. AS §10.45.010. The articles of incorporation must meet the requirement of the Alaska Corporation Code AS ch. 10.06, and must also include the name of the profession to be practiced by the company, the names of all original shareholders, directors, and officers, and the corporation’s address. AS §10.45.010 (a)-(b).</p>

Alaska	Design Professional Regulation	Firm License	Corporate Formation Requirements
		branches of architecture or engineering AS §08.28.241(b)-(d). A certificate of authorization will be issued to an applicant that meets the qualifications in AS §08.48.241 and submits to the additional requirements of 12 AAC 36.135.	

Arizona	Design Professional Regulation	Firm License	Corporate Formation Requirements
<p><b>Authors</b></p> <p>Barry Willits, Esq.            Kevin M. Kasarjian, Esq.            HOLDEN WILLITS PLC            Two North Central Avenue,            Suite 1220            Phoenix, AZ 85004            (602) 508-6210  <a href="mailto:bwillits@holdenwillits.com">bwillits@holdenwillits.com</a> <a href="mailto:kkasarjian@holdenwillits.com">kkasarjian@holdenwillits.com</a></p>	<p><b>Architecture and Engineering</b></p> <p>Architects, engineers, assayers, home inspectors, geologists, landscape architects, surveyors, alarms, certified remediation specialists, and clandestine drug laboratory site remediation on-site workers and on-site supervisors</p> <p>Arizona Board of Technical Registration (“BTR”)  <a href="https://btr.az.gov">https://btr.az.gov</a></p> <p>Licensing Statute – A.R.S. § 31-101 through § 32-150</p> <p>Licensing Regulations – Arizona Administrative Code (“AAC”) at R4-30-1-1 through R4-30-307</p>	<p>No firm shall engage in the practice of architecture, assaying, geology, engineering, landscape architecture or land surveying unless the firm is registered with the BTR and the professional services are conducted under the full authority and responsible charge of a principal of the firm, who is also a registrant.</p> <p>A “firm” means any individual or partnership, corporation or other type of association, including the association of a non-registrant and a registrant who offers to the public professional services regulated by the BTR.</p> <p>Firms must list a description of the services the firm is offering to the public. It must also identify a registrant in each category of services the firm offers. This registrant must be a principal of the firm.</p> <p>A “principal” is an individual who is either (1) an officer of the</p>	<p>There are no restrictions concerning the type of organizational entity that must be used for purposes of registering a design firm. The definition of a “firm” contemplates a wide range of organizational structures, including partnerships, corporations and any “other type of association, including the association of a non-registrant and a registrant who offers to the public professional services regulated by the Board.” This includes, among other things, professional and general corporations, professional and general limited liability companies, partnerships, joint ventures and sole proprietorships.</p> <p>Regardless of the organizational entity adopted, a registered design professional is responsible and personally liable for all documents the registrant signs, stamps or seals. A.R.S. § 32-125(E); <i>North Peak Constr., LLC v. Architecture Plus, Ltd.</i>, 227 Ariz. 165, 254 P.3d 404 (App. 2011). Shareholders of professional corporations and members of professional limited liability companies are also personally liable for any negligent or wrongful acts, omissions or misconduct they commit or that are committed by any person under their direct supervision and</p>

Arizona	Design Professional Regulation	Firm License	Corporate Formation Requirements
		<p>corporation, or (2) is designated by a firm as having full authority and responsible charge of the services offered by the firm.</p> <p>If a firm has more than one branch office in Arizona, each branch must file a registration application with the BTR. Each branch must also designate a registrant in charge of the professional services of that office. The designated registrant for a branch office does not need to be a principal of the firm. Designated registrants must notify the BTR if their status as a designated registrant changes or if they are no longer employed by the firm.</p> <p>Only one principal registrant (for firm registration) or designated registrant (for branch registration) is allowed for each category of service offered to the public. Categories include architecture, assaying, certified remediation specialist, geology, home</p>	<p>control. A.R.S. §§ 10-2234 and 29-846.</p> <p>A professional corporation may but is not required to be formed for the purpose of rendering professional services under A.R.S. § 10-2201, <i>et seq.</i> A professional corporation may be a general partner of a partnership, a trustee of a trust, a co-venturer of a joint venture or a manager of a limited liability company or any other entity, only if the partnership, trust, joint venture, limited liability company or other entity is engaged solely in rendering professional services or in carrying on business authorized by the professional corporation's articles of incorporation.</p> <p>A domestic or foreign professional corporation may render professional services only through individuals licensed in Arizona to render the services. A professional corporation may not render any professional service or engage in any business other than the professional service, including services ancillary to the professional service, and the business authorized by its articles of incorporation, except to the extent that the other service or business is incidental to or an inconsequential portion of the authorized service</p>

Arizona	Design Professional Regulation	Firm License	Corporate Formation Requirements
		<p>inspection, landscape architecture and surveying. Engineering firms may list an engineer as a responsible registrant in each branch of engineering services offered. The BTR currently recognizes seventeen branches of engineering. R4-30-221.</p> <p>A registrant who is designated as a responsible registrant is responsible for the firm or corporation. The BTR may impose disciplinary action on the responsible registrant for any violation of statutes or rules that is committed by a non-registrant employee, firm, or corporation. R4-30-301(20).</p> <p>Firms must apply for registration annually. All registrations expire one year from the date of issuance and must be renewed within thirty days of the anniversary date of the original registration, with some exceptions for military personnel as set forth in A.R.S. § 32-4301.</p> <p>Applications can be downloaded from</p>	<p>or business of that corporation.</p> <p>At least one-half of the directors and the president, if any, must be licensed, in Arizona or in another state, to render a professional service described in the corporation's articles of incorporation.</p> <p>Voting shares for a professional corporation may only be issued to (1) individuals licensed in Arizona or another state; (2) general partnerships registered limited liability partnerships, other partnerships and joint ventures in which at least one partner is licensed in Arizona; (3) professional corporations, professional limited liability companies and other persons licensed in Arizona; (4) other persons as long as such other persons in the aggregate do not hold more than 49% of the voting shares; and (5) an employee stock ownership plan if all of the voting trustees of the plan are licensed in Arizona and the ownership interests are not directly issued to persons other than the employee stock ownership plan trust or licensed professionals.</p> <p>A professional limited liability company may be formed for the purpose of rendering professional services under A.R.S. § 29-841, <i>et seq.</i></p>



Arizona	Design Professional Regulation	Firm License	Corporate Formation Requirements
		<p>the BTR’s website and hand-delivered or mailed to the BTR. Each application for firm or branch registration must be accompanied by a nominal fee. Any changes to the firm’s principals, designated registrants, services offered, or address must be reported within thirty days.</p> <p>Failure of a firm or branch to properly register with the BTR may result in disciplinary procedures for practicing without being registered. Possible discipline includes the cancellation of the firm’s or branch’s authority to offer professional services in Arizona.</p>	<p>Professional limited liability companies may only render services through members, managers, officers, agents and employees who are themselves licensed in Arizona.</p> <p>Membership interests are limited to (1) individuals licensed in Arizona or another state; (2) general partnerships registered limited liability partnerships, other partnerships and joint ventures in which at least one partner is licensed in Arizona; (3) professional corporations, professional limited liability companies and other persons licensed in Arizona; and (4) other persons as long as such other persons in the aggregate do not hold more than 49% of the membership interests entitled to vote for the election of officers and managers.</p>

Arkansas	Design Professional Regulation	Firm License	Corporate Formation Requirements
<p><b>Author</b></p> <p>Patrick D. Wilson, Esq.                      WRIGHT LINDSEY &amp;                      JENNINGS, LLP                      200 West Capitol                      Avenue, Suite 2300                      Little Rock, AR 72201                      (501) 371-0808  <a href="mailto:pwilson@wlj.com">pwilson@wlj.com</a></p>	<p><b>Architecture</b></p> <p>Arkansas State Board of Architects, Landscape Architects, and Interior Designers <a href="http://asbalaid.arkansas.gov/Pages/default.aspx">http://asbalaid.arkansas.gov/Pages/default.aspx</a></p> <p>Licensing Statute – Ark. Code Ann. § 17-15-301, <i>et seq.</i></p> <p>Licensing Rules – <a href="http://asbalaid.arkansas.gov/rulesRegs/Pages/default.aspx">http://asbalaid.arkansas.gov/rulesRegs/Pages/default.aspx</a></p>	<p>Any corporation, professional corporation, and/or any partnership may not offer to engage in the practice of architecture until the corporation or partnership has obtained a certificate of authorization (license).</p> <p>A certificate of authorization is issued by the Board after it receives an application, a payment of a fee, and a copy of the corporation’s articles of incorporation (corporations only).</p>	<p>A partnership or corporation may be admitted to practice architecture in Arkansas if:</p> <ol style="list-style-type: none"> <li>(1) 2/3 of partners (partnership) or 2/3 of the directors (corporation) are registered under the laws of any state to practice architecture or engineering; and</li> <li>(2) the person having the practice in his charge is a partner or director and is registered to practice architecture in Arkansas.</li> </ol>
	<p><b>Engineering</b></p> <p>Arkansas State Board of Licensure for Professional Engineers and Professional Surveyors <a href="http://www.pels.arkansas.gov/Pages/default.aspx">http://www.pels.arkansas.gov/Pages/default.aspx</a></p> <p>Licensing Statutes – Ark. Code Ann. § 17-30-301, <i>et seq.</i></p> <p>Licensing Rules of the Board – <a href="http://www.pels.arkansas.gov/rulesRegsStandards/Pages/default.aspx">http://www.pels.arkansas.gov/rulesRegsStandards/Pages/default.aspx</a></p>	<p>The practice of engineering by individuals licensed through any form of business entity (including partnerships, corporations, organizations, associations, etc.) is permitted if:</p> <ol style="list-style-type: none"> <li>(1) The professional engineers of the firm are licensed; and</li> <li>(2) The firm has been issued a certificate of authorization (license) by the Board.</li> </ol> <p>A certificate of authorization is issued with the Board’s approval provided the firm files an application, provides all information required including the names and addresses of individuals licensed to practice in the state who will be in charge of the firm’s practice of engineering, and provides a fee.</p>	<p>The Secretary of State shall not issue a certificate of incorporation to an applicant or a registration as a foreign firm to a firm that includes among the objectives for which it is established any of the words "engineer", "engineering", or any modification or derivation thereof unless the board of licensure for this profession has issued for the applicant a certificate of authorization or a letter indicating the eligibility of the applicant to receive such a certificate.</p>

California	Design Professional Regulation	Firm License	Corporate Formation Requirements
<p><b>Author</b></p> <p>Julie Hunting, Esq.                      BERDING-WEIL                      2175 N. California Blvd.,                      Suite 500                      Walnut Creek, CA 94596                      (925) 838-2090  <a href="mailto:jhunting@berding-weil.com">jhunting@berding-weil.com</a></p>	<p><b>Architecture</b></p> <p><u>Regulating Agencies</u>                      California Architects Board  <a href="http://www.cab.ca.gov">http://www.cab.ca.gov</a></p> <p>Division of State Architect (DSA)  <a href="http://www.dgs.ca.gov/dsa/home.aspx">http://www.dgs.ca.gov/dsa/home.aspx</a></p> <ul style="list-style-type: none"> <li>Regulates design and construction of public schools</li> </ul> <p>Office of Statewide Health Planning and Development (OSHPD)  <a href="http://www.oshpd.ca.gov">http://www.oshpd.ca.gov</a></p> <ul style="list-style-type: none"> <li>Regulates design and construction of hospitals</li> </ul> <p><u>Relevant Statutes</u>                      Architects Practice Act (APA)                      CA Business and Professions Code (CA B&amp;P) §§ 5500 <i>et seq.</i></p> <p>Licensing Statute                      CA B&amp;P §§ 5550 – 5558</p> <p>Licensing Regulations                      California Code of Regulations, Title 16, Div. 2, §§ 100 – 160</p>	<p>The right to practice architecture is an individual right based on an individual’s ability to take and pass the required examinations, meet the minimum experience criteria, and to follow the professional rules of conduct. Therefore, a business entity cannot carry an architectural license. However, once an architect is licensed, he or she must maintain a file with the Board which includes information on the business entity through which he or she provides architectural services (CA B&amp;P § 5558)</p> <p><u>Requirements for Most Business Entities</u>                      Licensed architects are not prohibited from forming the following business entities with persons who are not architects, provided that any architects’ professional services are provided under the responsible control of a licensed architect (CA B&amp;P § 5535.2):</p> <ol style="list-style-type: none"> <li>1. Sole Proprietorship (Individual)</li> <li>2. Partnership</li> <li>3. Limited Partnership</li> <li>4. Limited Liability Partnership</li> <li>5. Limited Liability Company</li> <li>6. General Corporation</li> </ol> <p><u>Special Requirements for Professional Architectural Corporations (PAC’s)</u></p>	<p><u>Naming Restrictions</u>                      Under the APA, the name of a professional architectural corporation and any names under which it may be rendering professional services shall contain and be restricted to the name or the last name of one or more of the present, prospective, or former shareholders, or of persons who were associated with a predecessor person, partnership, or other organization and whose name or names appeared in the name of the predecessor organization, and shall include either (1) the words “architectural corporation” or (2) the word “architect” or “architects” and wording or abbreviations denoting corporate experience (CA B&amp;P § 5610.3)</p> <p><u>Licensing Requirements</u>                      Under the APA, a licensed architect may form a partnership with unlicensed persons, however, the name of the licensed architect shall appear on all instruments of service (CA B&amp;P §5535.2)</p> <p>Under the APA, each director, shareholder and officer of a professional architectural corporation shall be a licensed person as defined in the (PCA), except as provided in PCA § 13403 (CA B&amp;P § 5610.4)</p>

California	Design Professional Regulation	Firm License	Corporate Formation Requirements
	<p>Corporation Regulations Moscone-Knox Professional Corporation Act (PCA) CA Corp Code §§ 13400 <i>et seq</i></p>	<p>In a PAC, each director, shareholder and officer shall be licensed (CA B&amp;P § 5610.4), except where the PAC has only one shareholder. In that case, that single shareholder must serve as the president and treasurer, and if there are other officers, they need not be licensed (PCA § 13403)</p>	<p><u>Exemptions</u></p> <p>The APA provides several exemptions from its requirements for the following individuals:</p> <ul style="list-style-type: none"> <li>• Structural Engineer (CA B&amp;P § 5537.1)</li> <li>• Licensed Contractor, provided the services are performed by or under the direct supervisions of a person licensed to practice architecture, or a professional or civil engineer (CA B&amp;P § 5537.2)</li> <li>• Professional Engineer (CA B&amp;P § 5537.4)</li> <li>• Civil Engineer (CA B&amp;P § 5537.5)</li> <li>• Landscape Architect (CA B&amp;P § 5537.6)</li> <li>• Land Surveyor (CA B&amp;P § 5537.7)</li> </ul>
	<p><b>Engineering</b></p> <p><u>Regulating Agencies</u> Board for Professional Engineers and Land Surveyors <a href="http://www.pels.ca.gov">http://www.pels.ca.gov</a></p> <p>Division of State Architect (DSA) <a href="http://www.dgs.ca.gov/dsa/home.aspx">http://www.dgs.ca.gov/dsa/home.aspx</a></p> <ul style="list-style-type: none"> <li>• Regulates design and construction of public schools</li> </ul>	<p>The right to practice engineering is an individual right based on an individual’s ability to take and pass the required examination, meet the minimum experience criteria, and to follow the professional rules of conduct. A licensed architect must maintain a file with the Board which includes information on the business entity through which he or she provides architectural services (CA B&amp;P § 5558)</p> <p><u>Requirements for Business Entities</u> Licensed engineers are not prohibited from forming business entities with persons who are not engineers, if: (i) a licensed engineer is an owner, partner, or officer in charge of the engineering</p>	<p><u>Naming Restrictions</u></p> <p>If the business name contains the name of any person, that person shall be licensed as a professional engineer, a licensed land surveyor, a licensed architect, or a registered geologist (CA B&amp;P § 6738(a)(3))</p> <p>The business name may be a fictitious name, however, if it includes the name of any person, the requirements of CA B&amp;P § 6738(a)(3) must be satisfied (CA B&amp;P 6738(c))</p> <p>If the business name is the name of a deceased or retired person, all of the following conditions must</p>

California	Design Professional Regulation	Firm License	Corporate Formation Requirements
	<p>Office of Statewide Health Planning and Development (OSHPD)</p> <p><a href="http://www.oshpd.ca.gov">http://www.oshpd.ca.gov</a></p> <ul style="list-style-type: none"> <li>Regulates design and construction of hospitals</li> </ul> <p><u>Relevant Statutes</u> Professional Engineers Act (PEA) CA Business and Professions Code (CA B&amp;P) §§ 6700 <i>et seq.</i></p> <p>Licensing Statute CA B&amp;P §§ 6750 – 6766</p> <p>Licensing Regulations California Code of Regulations, Title 16, Div. 5, §§ 400 - 476</p>	<p>practice; and (ii) all engineering services are performed by, or under the responsible charge of, a licensed professional engineer (CA B&amp;P § 6738(a)). The following business entities are allowed:</p> <ol style="list-style-type: none"> <li>Sole Proprietorship (Individual)</li> <li>Partnership</li> <li>Limited Partnership</li> <li>Limited Liability Partnership</li> <li>Limited Liability Company</li> <li>General Corporation</li> </ol>	<p>be satisfied: (1) the person’s name had been used in the name of the business, or a predecessor in interest of the business, prior to and after the death or retirement of the person; (2) the person was an owner, partner or officer of the business or of the predecessor in interest of the business; (3) the person was licensed as a professional engineer, land surveyor, architect or geologist; (4) the person, if retired, consents to the use of the name (CA B&amp;P § 6738(g))</p> <p><u>Licensing Requirements</u> Under the PEA, all business entities providing engineering services must have: (1) at least one engineer licensed in CA as an owner, partner, or officer in charge of the engineering practice of the business; and (2) all civil, mechanical and electrical engineering services performed by or under the responsible charge of a professional engineer licensed in the appropriate branch of professional engineering (CA B&amp;P § 6738(a)(1) and (2))</p> <p>Note: An unlicensed person may be the partner or officer of a business, provided the requirements of CA B&amp;P § 6738(a)(1) and (2) are satisfied. Therefore, an unlicensed person may NOT be the sole owner of a business</p> <p><u>Exemptions</u> The PEA provides several exemptions from its</p>

California	Design Professional Regulation	Firm License	Corporate Formation Requirements
			requirements, including the following: <ul style="list-style-type: none"> <li>• Licensed Architects (CA B&amp;P § 6737)</li> <li>• Licensed Contractors for electrical or mechanical engineering services, so long as they are performed by or under responsible charge of a licensed electrical or mechanical engineer (CA B&amp;P § 6737.3)</li> <li>• Federal Officers and Employees practicing solely as officers and employees (CA B&amp;P § 6739)</li> <li>• Nonresidents, provided they meet all of the following conditions: (1) nonresident of CA; (2) legally qualified in another state to practice; (3) do not maintain a regular place of business in CA; and (4) offers to but does not practice civil, electrical, or mechanical engineering in CA (CA B&amp;P § 6741)</li> </ul>

Colorado	Design Professional Regulation	Firm License	Corporate Formation Requirements
<p><b>Authors</b></p> <p>Matthew J. Ninneman, Esq.                      Serena L. Hendon, Esq.                      GODIN &amp; BAITY, LLC                      621 17<sup>th</sup> Street, Suite 1900                      Denver, CO 80293                      (303) 572-3100  <a href="mailto:mninneman@godinbaity.com">mninneman@godinbaity.com</a>  <a href="mailto:shendon@godinbaity.com">shendon@godinbaity.com</a></p>	<p><b>Architecture</b></p> <p>Colorado State Board of Licensure for Architects, Professional Engineers and Professional Land Surveyors  <a href="http://cdn.colorado.gov/cs/Satellite/DORA-Reg/CBON/DORA/1251632143556">http://cdn.colorado.gov/cs/Satellite/DORA-Reg/CBON/DORA/1251632143556</a></p> <p>Colorado’s Architect Practice Act  <a href="http://cdn.colorado.gov/cs/Satellite/DORA-Reg/CBON/DORA/1251632143556">http://cdn.colorado.gov/cs/Satellite/DORA-Reg/CBON/DORA/1251632143556</a></p> <p>Licensing Statute - Colo. R. Stat. §12-25-301 <i>et seq.</i></p> <p>Licensing Regulations –                      Code of Colorado Regulations                      4 CCR 730-1 – Bylaws and Rules of the State Board of Licensure for Architects, Professional Engineers, and Professional Land Surveyors</p>	<p>According to Colorado Revised Statutes (CRS) § 12-25-304(2), the practice of architecture by the following entities is permitted, subject to subsection (3) of that section:</p> <p>(a) A corporation that complies with the "Colorado Business Corporation Act", articles 101 to 117 of title 7, C.R.S.;</p> <p>(b) A limited liability company that complies with the "Colorado Limited Liability Company Act", article 80 of title 7, C.R.S.;</p> <p>(c) A registered limited liability partnership that has registered in accordance with section 7-60-144, C.R.S., or qualified in accordance with section 7-64-1002, C.R.S.</p> <p>According to C.R.S. § 12-25-304(1), no firm, partnership, entity, or group of persons shall be licensed to practice architecture; except that a partnership, entity, or group of persons may use the term "architects" in its business name if a majority of the individual officers and directors or members or partners are either licensed architects under § 12-25-304(3) or persons who qualify for a license by endorsement under § 12-25-314(3).</p>	<p>According to C.R.S. § 12-25-304(3), an entity listed in C.R.S. § 12-25-304(3) may practice architecture, but only if:</p> <p>(a) The practice of architecture by such entity is under the direct supervision of an architect, licensed in the state of Colorado, who is an officer of the corporation, a member of the limited liability company, or a partner in the registered limited liability partnership;</p> <p>(b) Such architect remains individually responsible to the board and the public for his or her professional acts and conduct; and</p> <p>(c) All architectural plans, designs, drawings, specifications, or reports that are involved in such practice, issued by or for such entity, bear the seal and signature of an architect in responsible control of, and directly responsible for, such architectural work when issued.</p> <p>(4) (a) Nothing in this part 3 shall be construed as prohibiting the formation of a corporation, limited liability company, registered limited liability partnership, joint venture, partnership, or association consisting of one or several architects or corporations meeting the requirements of subsection (3) of this section and one or several professional engineers, all duly licensed under the respective provisions of the applicable laws of this state.</p> <p>(b) It is lawful for such an entity to use in its title the words "architects and engineers".</p> <p>(c) No identifying media used by any member of such</p>

Colorado	Design Professional Regulation	Firm License	Corporate Formation Requirements
			entity shall mislead the public as to the fact that such member is licensed as an architect or as a professional engineer.
	<p><b>Engineering</b></p> <p>Colorado State Board of Licensure for Architects, Professional Engineers and Professional Land Surveyors  <a href="http://cdn.colorado.gov/cs/Satellite/DORA-Reg/CBON/DORA/1251632143556">http://cdn.colorado.gov/cs/Satellite/DORA-Reg/CBON/DORA/1251632143556</a></p> <p>Licensing Statutes –                      Colorado Revised Statutes                      Title 12. Professions and Occupations,                      Article 25. Engineers, Surveyors, and Architects                      Part 1. Engineers</p> <p>Licensing Regulations –                      Code of Colorado Regulations                      4 CCR 730-1 – Bylaws and Rules of the State Board of Licensure for Architects, Professional Engineers, and Professional Land Surveyors</p>	<p>Colorado State Board of Licensure for Architects, Professional Engineers and Professional Land Surveyors does not license firms to practice as engineering firms.</p> <p>A partnership, corporation, limited liability company, joint stock association, or other entity is not eligible for licensure under Colorado Revised Statute §12-25-104. An entity may practice or offer to practice engineering in Colorado only if the individual in responsible charge of the entity's engineering activities performed in Colorado is a professional engineer licensed in Colorado. All engineering documents, plats, and reports issued by or for the entity in connection with engineering work performed in this state must bear the seal and signature of the Colorado-licensed professional engineer who is in responsible charge of and directly responsible for the engineering work.</p> <p>Colorado requires general registration of all types of business entities (corporation,</p>	<p>Colorado has no specific requirements for the corporate formation of an engineering firm beyond the general requirements of forming a firm under the Colorado Secretary of State. Engineering firms are permitted to practice under all types of business entities.</p>



<b>Colorado</b>	<b>Design Professional Regulation</b>	<b>Firm License</b>	<b>Corporate Formation Requirements</b>
		limited liability company, partnership, etc.). Sole Proprietorship is registered under a trade name.	

Connecticut	Design Professional Regulation	Firm License	Corporate Formation Requirements
<p><b>Author</b></p> <p>Frank A. Sherer III, Esq.            McELROY, DEUTSCH,            MULVANEY &amp; CARPENTER,            LLP            One State Street, 14th            Floor, Hartford, CT 06103            (860) 522-5175  <a href="mailto:fsherer@mdmc-law.com">fsherer@mdmc-law.com</a></p>	<p><b>Architecture</b></p> <p>Architectural Licensing Board (the “Board”):</p> <ul style="list-style-type: none"> <li>- established per Conn. Gen. Stat. § 20-289</li> <li>- keeps roster of individual licensees, persons holding certificates of authority, and corporations holding certificates of authorization to practice architecture in Connecticut</li> <li>- website accessible through Department of Consumer Protection’s website (<a href="http://www.ct.gov/dcp">www.ct.gov/dcp</a>)</li> </ul> <p>Licensing Statutes:            Conn. Gen. Stat. §§ 20-288 to 20-298b</p> <p>Licensing Regulations:            Conn. Agencies. Regs. §§ 20-289-1 to 20-289-14</p>	<p>Connecticut law permits individual licensed architects to practice or offer to practice architecture in Connecticut in the corporate form, provided that the Board issues such corporation a certificate of authorization.</p> <p>Connecticut law also permits one or more licensed architects, one or more licensed landscape architects, one or more licensed professional engineers and one or more licensed land surveyors to form a corporation or limited liability company for the joint practice of architecture, landscape architecture, professional engineering, land surveying services or any combination of such practices or services, provided that a qualifying corporation or limited liability company obtains a joint certificate of registration from the Department of Consumer Protection at the direction of the applicable licensing boards.</p> <p>The statutory definition of “professional service” includes services rendered by an architect, which imposes certain limitations on the ability of architects to form professional service corporations and limited liability companies.</p>	<p>Business Corporations:</p> <ul style="list-style-type: none"> <li>- Must have certificate of authorization issued by the Board</li> <li>- A material part of the business of the corporation must include architecture</li> <li>- Personnel of corporation as act in its behalf as architects, its CEO and the holder(s) of at least 2/3 of its voting stock must be licensed to practice architecture in Connecticut</li> <li>- Foreign corporations must obtain a certificate of authority from the Secretary of State before transacting business in Connecticut</li> <li>- If corporation practices or offers to practice architecture, professional engineering, landscape architecture and land surveying jointly, in any combination of such practices/services, (1) one or more persons licensed as architects, landscape architects, engineers or land surveyors must own at least 2/3 of voting stock of corporation and members of each profession forming corporation together must own at least 20% of voting stock of corporation, (2) the personnel in responsible charge of the practice of architecture, engineering, land surveying and landscape architecture shall be licensed in Connecticut, and (3) such corporation has been issued a joint certificate of registration by the Department of Consumer Protection at the</li> </ul> <p>direction of the Architectural Licensing Board, the State Board of Landscape Architects or the appropriate members of the State Board of Examiners for Professional Engineers and Land Surveyors.</p> <p>Professional Service Corporations (P.C.):</p> <ul style="list-style-type: none"> <li>- Must have certificate of authorization issued by the Board</li> <li>- Must be organized for sole and specific purpose of rendering</li> </ul>

Connecticut	Design Professional Regulation	Firm License	Corporate Formation Requirements
		<p>Aside from corporations and aside from limited liability companies formed to jointly offer any combination of architecture, professional engineering, land surveying and landscape architecture,, the Connecticut statutes and regulations governing licensure of architects do not require registration or licensure at the firm level for any other business organization (e.g. partnership, limited partnership, registered limited liability partnership, joint venture, joint enterprise, professional association, sole proprietorship) in which individual licensed architects practice or offer to practice architecture in Connecticut.</p> <p>The Connecticut statutes and regulations governing foreign corporations, foreign limited liability companies and foreign registered limited liability partnerships, however, do require such foreign business entities to obtain and/or file certificates of authority from and/or register with the Secretary of State to do business in Connecticut. Failure to do so exposes these foreign entities to penalties and other limitations, such as the inability to maintain an action, suit or proceeding in Connecticut court, payment of lapsed fees and taxes,</p>	<p>service of architecture or rendering joint service of architecture and professional engineering</p> <ul style="list-style-type: none"> <li>- Must have as shareholders only individuals who themselves are licensed or otherwise legally authorized to render the same professional service as the P.C.</li> <li>- Persons licensed to render the same professional services in another jurisdiction shall not be shareholders, directors or officers of a P.C. if such persons (1) unlawfully practice their profession in Connecticut or (2) direct or control any person licensed to practice such profession in Connecticut concerning the delivery of professional services or the exercise of professional judgment</li> <li>- Must render architectural (or joint architectural and professional engineering) services through its officers, employees and agents who are licensed or otherwise legally authorized to render such professional services within Connecticut</li> <li>- Cannot engage in any business other than the rendering of the professional services for which P.C. was specifically incorporated</li> <li>- Foreign P.C. must obtain a certificate of authority from the Secretary of State before transacting business in Connecticut</li> <li>- A domestic P.C. cannot merge with a foreign P.C.</li> </ul> <p>Limited Liability Companies (LLC):</p> <ul style="list-style-type: none"> <li>- Each member of LLC formed to render architectural services or the joint services of architecture and professional engineering must be licensed or otherwise authorized by law in Connecticut to render professional service for which LLC formed</li> <li>- LLC can only offer architectural or jointly offer architectural and professional engineering services and services ancillary to them and may not engage in any other business other than rendering of</li> </ul>

Connecticut	Design Professional Regulation	Firm License	Corporate Formation Requirements
		<p>and revocation of provisional authority to transact business in Connecticut.</p>	<p>professional services for which LLC was formed and services ancillary to them</p> <ul style="list-style-type: none"> <li>- May render architectural or joint architectural and engineering services through members, managers, employees and agents licensed or otherwise legally authorized to render such professional services in Connecticut</li> <li>- Domestic LLC formed to render professional services can only merge with another domestic LLC formed to offer same professional services</li> <li>- No merger of domestic LLC formed to render professional services with any foreign LLC or other foreign entity</li> <li>- Foreign LLC must register with Secretary of State before transacting business in Connecticut</li> </ul> <p>Professional Associations:</p> <ul style="list-style-type: none"> <li>- Three or more persons licensed or authorize to practice architecture in Connecticut may associate to practice the profession for profit if articles of association have three of following four attributes:                         <ol style="list-style-type: none"> <li>(1) Continuity of life so that death, insanity, bankruptcy, retirement, resignation or expulsion of any member does not cause dissolution of association</li> <li>(2) Centralized management</li> <li>(3) Limited liability of members, with some conditions</li> <li>(4) Free transferability of members' interests</li> </ol> </li> </ul> <p>Partnerships:</p> <ul style="list-style-type: none"> <li>- One or more licensed architect and one or more licensed professional engineer may form a partnership, joint enterprise or association, provided that at least half of the partners or principals</li> </ul>

Connecticut	Design Professional Regulation	Firm License	Corporate Formation Requirements
			<p>are licensed architects and all announcements, cards, printed matter and listings indicate whether each member is an architect or professional engineer</p> <ul style="list-style-type: none"> <li>- Each member of a partnership engaged in the practice of architecture must be licensed</li> <li>- A foreign registered limited liability partnership must file a certificate of authority with the Secretary of State before transacting business in Connecticut</li> </ul>
	<p><b>Engineering</b></p> <p>State Board of Examiners for Professional Engineers and Land Surveyors (the “Board”) - Conn. Gen. Stat. § 20-300; website accessible through Department of Consumer Protection’s website (<a href="http://www.ct.gov/dcp">www.ct.gov/dcp</a>)</p> <p>Licensing Statutes - Conn. Gen. Stat. §§ 20-299 to 20-310</p> <p>Licensing Regulations - Conn. Agencies Regs. §§ 20-300-1 to 20-300-14a; Conn. Agencies Regs. §§ 20-300b-1 to 20-300b-20</p>	<p>Connecticut law permits individual licensed professional engineers to practice or offer to practice professional engineering in the corporate form or as a limited liability company, provided that the Board issues a qualifying corporation or limited liability company a certificate of registration.</p> <p>Connecticut law permits individual licensed land surveyors to practice or offer to practice land surveying in the corporate form or as a limited liability company, provided that the Board issues a qualifying corporation or limited liability company a certificate of registration.</p> <p>Connecticut law also permits one or more licensed architects, one or more licensed landscape architects, one or more licensed professional engineers and one or more</p>	<p>Business Corporations:</p> <ul style="list-style-type: none"> <li>- Must have certificate of registration issued by the Board</li> <li>- A material part of the business must include engineering or land surveying</li> <li>- Such personnel of such corporation as act in its behalf as engineers or land surveyors must be licensed or exempt from licensure under the licensing statutes</li> <li>- Foreign corporations must obtain certificate of authority from Secretary of State before transacting business in Connecticut</li> <li>- If corporation practices or offers to practice architecture, professional engineering, landscape architecture and land surveying jointly, in any combination of such practices/services, (1) one or more persons licensed as architects, landscape architects, engineers or land surveyors must own at least 2/3 of voting stock of corporation and members of each profession forming corporation together must own at least 20% of voting stock of corporation, (2) the personnel in responsible charge of the practice of architecture, engineering, land surveying and landscape architecture shall be licensed in Connecticut, and (3) such corporation has been issued a joint certificate of registration</li> </ul>

Connecticut	Design Professional Regulation	Firm License	Corporate Formation Requirements
		<p>licensed land surveyors to form a corporation or limited liability company for the joint practice of architecture, landscape architecture, professional engineering, land surveying services or any combination of such practices or services, provided that a qualifying corporation or limited liability company obtains a joint certificate of registration from the Department of Consumer Protection at the direction of the applicable licensing boards.</p> <p>The statutory definition of “professional service” includes services rendered by professional engineers and land surveyors, which imposes certain limitations on the ability of professional engineers and land surveyors to form professional service corporations and limited liability companies.</p> <p>Aside from corporations and limited liability companies, including those formed to jointly practice or offer to practice any combination of architecture, professional engineering, land surveying and landscape architecture, the Connecticut statutes and regulations governing licensure of professional engineers and land surveyors do not require registration or licensure at</p>	<p>by the Department of Consumer Protection at the direction of the Architectural Licensing Board, the State Board of Landscape Architects or the appropriate members of the State Board of Examiners for Professional Engineers and Land Surveyors.</p> <p>Professional Service Corporations (P.C.):</p> <ul style="list-style-type: none"> <li>- Must have certificate of registration issued by the Board</li> <li>- Must be organized for sole and specific purpose of rendering service of professional engineering or rendering joint service of architecture and professional engineering</li> <li>- Must have as shareholders only individuals who themselves are licensed or otherwise legally authorized to render the same professional service as the P.C.</li> <li>- Persons licensed to render the same professional services in another jurisdiction shall not be shareholders, directors or officers of a P.C. if such persons (1) unlawfully practice their profession in Connecticut or (2) direct or control any person licensed to practice such profession in Connecticut concerning the delivery of professional services or the exercise of professional judgment</li> <li>- Must render professional engineering (or joint architectural and professional engineering) services through its officers, employees and agents who are licensed or otherwise legally authorized to render such professional services within Connecticut</li> <li>- Cannot engage in any business other than the rendering of the professional services for which P.C. was specifically incorporated</li> <li>- Foreign P.C. must obtain a certificate of authority from the Secretary of State before transacting business in Connecticut</li> <li>- A domestic P.C. cannot merge with a foreign P.C.</li> </ul>

Connecticut	Design Professional Regulation	Firm License	Corporate Formation Requirements
		<p>the firm level for any other business organization (e.g. partnership, limited partnership, registered limited liability partnership, joint venture, joint enterprise, professional association, sole proprietorship) in which individual licensed professional engineers or land surveyors practice or offer to practice professional engineering or land surveying in Connecticut.</p> <p>The Connecticut statutes and regulations governing foreign corporations, foreign limited liability companies and foreign registered limited liability partnerships, however, do require such foreign business entities to obtain and/or file certificates of authority from and/or register with the Secretary of State to do business in Connecticut. Failure to do so exposes these foreign entities to penalties and other limitations, such as the inability to maintain an action, suit or proceeding in Connecticut court, payment of lapsed fees and taxes, and revocation of provisional authority to transact business in Connecticut.</p>	<p>Limited Liability Companies (LLC):</p> <ul style="list-style-type: none"> <li>- Must have certificate of registration issued by the Board</li> <li>- A material part of the business must include engineering or land surveying</li> <li>- Such personnel of such LLC as act in its behalf as engineers or land surveyors must be licensed or exempt from licensure under the licensing statutes</li> <li>- If LLC practices or offers to practice architecture, professional engineering, landscape architecture and land surveying jointly, in any combination of such practices/services, (1) one or more persons licensed as architects, landscape architects, engineers or land surveyors must own at least 2/3 of voting interest of LLC and members of each profession forming LLC together must own at least 20% of voting interest of LLC, (2) the personnel in responsible charge of the practice of architecture, engineering, land surveying and landscape architecture shall be licensed in Connecticut, and (3) such LLC has been issued a joint certificate of registration by the Department of Consumer Protection at the direction of the Architectural Licensing Board, the State Board of Landscape Architects or the appropriate members of the State Board of Examiners for Professional Engineers and Land Surveyors.</li> <li>- Each member of LLC formed to render professional engineering services or the joint services of architecture and professional engineering must be licensed or otherwise authorized by law in Connecticut to render professional service for which LLC formed</li> <li>- LLC can only offer professional engineering or jointly offer architectural and professional engineering services and services ancillary to them and may not engage in any other business other than rendering of professional services for which LLC was formed and services ancillary to them</li> </ul>

Connecticut	Design Professional Regulation	Firm License	Corporate Formation Requirements
			<ul style="list-style-type: none"> <li>- May render professional engineering or joint architectural and engineering services through members, managers, employees and agents licensed or otherwise legally authorized to render such professional services in Connecticut</li> <li>- Domestic LLC formed to render professional services can only merge with another domestic LLC formed to offer same professional services</li> <li>- No merger of domestic LLC formed to render professional services with any foreign LLC or other foreign entity</li> <li>- Foreign LLC must register with Secretary of State before transacting business in Connecticut</li> </ul> <p>Professional Associations:</p> <ul style="list-style-type: none"> <li>- Three or more persons licensed or authorize to practice professional engineering in Connecticut may associate to practice the profession for profit if articles of association have three of following four attributes:                         <ol style="list-style-type: none"> <li>(1) Continuity of life so that death, insanity, bankruptcy, retirement, resignation or expulsion of any member does not cause dissolution of association</li> <li>(2) Centralized management</li> <li>(3) Limited liability of members, with some conditions</li> <li>(4) Free transferability of members' interests</li> </ol> </li> </ul> <p>Partnerships:</p> <ul style="list-style-type: none"> <li>- One or more licensed architect and one or more licensed professional engineer may form a partnership, joint enterprise or association, provided that at least half of the partners or principals are licensed architects and all announcements, cards, printed matter and listings indicate whether each member is an architect</li> </ul>



Connecticut	Design Professional Regulation	Firm License	Corporate Formation Requirements
			<ul style="list-style-type: none"> <li>or professional engineer</li> <li>- Each member of a partnership engaged in the practice of professional engineering must be licensed</li> <li>- A foreign registered limited liability partnership must file a certificate of authority with the Secretary of State before transacting business in Connecticut</li> </ul>

Delaware	Design Professional Regulation	Firm License	Corporate Formation Requirements
<p><b>Author</b></p> <p>Jason A. Lien, Esq.                      MASLON EDELMAN BORMAN &amp; BRAND, LLP                      3300 Wells Fargo Center,                      90 South Seventh Street                      Minneapolis, MN 55402                      (612) 672-8319  <a href="mailto:jason.lien@maslon.com">jason.lien@maslon.com</a></p>	<p><b>Architecture</b></p> <p>Board of Architects:  <a href="http://dpr.delaware.gov/boards/architects/index.shtml">http://dpr.delaware.gov/boards/architects/index.shtml</a></p> <p>Licensing Statute – 24 Del. Code Ann. § 312A.</p>	<p>A business entity “authorized under Delaware law or the laws of another state” may practice architecture. Additionally, a business entity planning to practice architecture in Delaware must receive a certificate of authorization from the Board of Architects. 24 Del. Code Ann. § 312A.</p> <p>To receive a certificate of authorization, the entity must file an application, which the Board provides. The application must list the names, addresses and licenses or registration numbers for all directors, officers, partners, members or managers of the business entity. The entity should also provide information regarding the individual or individuals registered to practice architecture in Delaware. The Board will not issue a certificate of authorization unless the business entity shows that each office of the business entity that conducts architectural services is under the “charge and supervision of an individual holding a valid certificate of registration” to practice architecture. 24 Del. Code Ann. § 312A.</p>	<p>To practice architecture, the business entity must satisfy two criteria:</p> <p>(1) “One or more of the officers (if a corporation), partners (if a partnership), members or managers (if a limited liability company or publicly owned corporation),” must be registered in Delaware as an architect. One or more of the officers, partners, members or managers must also be “designated as being responsible for any services in the practice of architecture.”</p> <p>(2) All employees of the business entity who act as architects in Delaware, or act as architects for clients located in Delaware, must be registered with the Board. 24 Del. Code Ann. § 312A.</p>
	<p><b>Engineering</b></p> <p>Delaware Association of Professional Engineers: <a href="https://www2.dape.org/">https://www2.dape.org/</a></p>	<p>Any corporation or partnership offering to practice engineering must receive a certificate of authorization. To receive a certificate of authorization, the business entity must file the following information with the council of the Delaware Association of Engineers: a list of the</p>	<p>A corporation or partnership issued a certificate of authorization may practice engineering only if at least one of the officers or one of the employees of the business entity is (1) designated as responsible for the engineering activities of the business entity and (2) licensed</p>

Delaware	Design Professional Regulation	Firm License	Corporate Formation Requirements
	<p>Licensing Statute: 24 Del. Code Ann. § 2821.</p>	<p>names and addresses of all officers, board members and principals; a list of any personnel authorized to practice engineering in Delaware who are also responsible for the engineering practices of the business entity; and proof of compliance with the relevant state tax laws. 24 Del. Code Ann. § 2821.</p> <p>Additionally, any individual licensed to practice engineering in Delaware must obtain a certificate of authorization if he or she plans to practice engineering under a name different from the individual's licensed name. 24 Del. Code Ann. § 2821.</p>	<p>in Delaware as a professional engineer. All personnel of the business entity practicing engineering must be licensed in Delaware as a professional engineer. 24 Del. Code Ann. § 2821.</p>

District of Columbia	Design Professional Regulation	Firm License	Corporate Formation Requirements
<p><b>Authors</b></p> <p>Andrew D. Ness, Esq.  Elizabeth M. Walsh, Esq.  JONES DAY  51 Louisiana Ave., N.W.  Washington, D.C. 20001-2113  (202) 879-7675  <a href="mailto:adness@jonesday.com">adness@jonesday.com</a>  <a href="mailto:ewalsh@jonesday.com">ewalsh@jonesday.com</a></p>	<p><b>Architecture</b></p> <p>Department of Consumer and Regulatory Affairs  <a href="http://dcra.dc.gov/">http://dcra.dc.gov/</a></p> <p>Entity Statute – D.C. Code, tit. 29, <i>et seq.</i></p> <p>District of Columbia Board of Architecture and Interior Design  <a href="http://www.pearsonvue.com/dc/arch_intdes/">http://www.pearsonvue.com/dc/arch_intdes/</a></p> <p>Licensing Statute – D.C. Code § 47-2853.62 (Individuals)</p> <p>Licensing Regulations – D.C. Mun. Regs. tit. 17, ch. 34, <i>et seq.</i> (Individuals)</p>	<p>The D.C. Board of Architecture and Interior Design only provides professional licenses to individuals.</p> <p>Architectural firms must comply with the District of Columbia’s general licensing and registration requirements for corporate entities, governed by the Department of Consumer and Regulatory Affairs.</p> <p>All foreign entities must register prior to doing business in D.C. D.C. Code § 29-105.02.</p>	<p><u>Professional Corporation</u></p> <p>A professional corporation can only be organized to render professional services through shareholders, directors, officers, employees and/or agents, who are each licensed to render the relevant professional service. While a professional corporation can employ persons who are not individually licensed, those individuals cannot perform services for which a license is required. D.C. Code § 29-505.</p> <p>The original shareholders and directors of a professional corporation named in the articles of incorporation must be licensed to render the relevant professional service. D.C. Code § 29-506.</p> <p>A person cannot be a shareholder, director, or officer of a professional corporation, or render professional services, unless that person is an individual licensed to render the relevant professional service for which the corporation was organized. There is an exception for corporations with only one shareholder. In that instance, the secretary of the corporation does not need to be licensed to perform professional services (and may not perform any professional services.) D.C. Code § 29-508.</p> <p>Generally, shares in the corporation may only be transferred to an individual who is eligible to be a</p>

District of Columbia	Design Professional Regulation	Firm License	Corporate Formation Requirements
			<p>shareholder of the professional corporation or to the professional corporation. D.C. Code § 29-511.</p> <p><u>Professional Limited Liability Company</u></p> <p>A professional limited liability is organized under D.C. Code, tit. 29, ch. 8 governing limited liability companies generally, solely for the purpose of rendering services through its members, managers, employees or agents. D.C. Code § 29-101.02(38).</p>
	<p><b>Engineering</b></p> <p>Department of Consumer and Regulatory Affairs  <a href="http://dcra.dc.gov/">http://dcra.dc.gov/</a></p> <p>Entity Statute – D.C. Code, tit. 29, <i>et. seq.</i></p> <p>District of Columbia Board of Professional Engineering  <a href="http://www.pearsonvue.com/dc/engineers/">http://www.pearsonvue.com/dc/engineers/</a></p> <p>Licensing Statute – D.C. Code § 47-2853.132 (Individuals)</p> <p>Licensing Regulations – D.C. Mun. Regs. tit. 17, ch. 15, <i>et seq.</i> (Individuals)</p>	<p>The D.C. Board of Professional Engineering only provides licenses to individuals. Engineering firms do not need to register with the DC Board of Professional Engineering. See Frequently Asked Questions, D.C. Board of Professional Engineering, <i>available at</i> <a href="http://www.asivcs.com/publications/pdf/660940.pdf">http://www.asivcs.com/publications/pdf/660940.pdf</a></p> <p>Engineering firms must comply with the District of Columbia’s general licensing and registration requirements for corporate entities, governed by the Department of Consumer and Regulatory Affairs.</p>	<p><u>Professional Corporation</u></p> <p>A professional corporation can only be organized to render professional services through shareholders, directors, officers, employees and/or agents, who are each licensed to render the relevant professional service. While a professional corporation can employ persons who are not individually licensed, those individuals cannot perform services for which a license is required. D.C. Code § 29-505.</p> <p>The original shareholders and directors of a professional corporation named in the articles of incorporation must be licensed to render the relevant professional service. D.C. Code § 29-506.</p> <p>A person cannot be a shareholder, director, or officer of a professional corporation, or render professional services, unless that person is an individual licensed to</p>

District of Columbia	Design Professional Regulation	Firm License	Corporate Formation Requirements
			<p>render the relevant professional service for which the corporation was organized. There is an exception for corporations with only one shareholder. In that instance, the secretary of the corporation does not need to be licensed to perform professional services (and may not perform any professional services.) D.C. Code § 29-508.</p> <p>Generally, shares in the corporation may only be transferred to an individual who is eligible to be a shareholder of the professional corporation or to the professional corporation. D.C. Code § 29-511.</p> <p><u>Professional Limited Liability Company</u></p> <p>A professional limited liability is organized under D.C. Code, tit. 29, ch. 8 governing limited liability companies generally, solely for the purpose of rendering services through its members, managers, employees or agents. D.C. Code § 29-101.02(38).</p>

Florida	Design Professional Regulation	Firm License	Corporate Formation Requirements
<p><b>Author</b></p> <p>Michael T. Kamprath, Esq.  HILLSBOROUGH COUNTY  AVIATION AUTHORITY - TAMPA  INTERNATIONAL AIRPORT  PO Box 22287  Tampa, Florida 33622  (813) 870 7833  <a href="mailto:mtk9@case.edu">mtk9@case.edu</a></p>	<p><b>Architecture</b></p> <p>Florida Board of Architecture and Interior Design  <a href="http://www.myfloridalicense.com/DBPR/pro/arch/index.html">http://www.myfloridalicense.com/DBPR/pro/arch/index.html</a></p> <p>Licensing Statute – Fla. Stat. Ch. 481, Pt I.</p> <p>Licensing Regulations – Fla. Admin. Code Ch. 61G1</p>	<p>If architectural services are offered in a name other than the full legal name of a sole proprietor, a certificate of authorization (also known as a business license) is required.</p> <p>Thus, licensure is required for the following: corporations, limited liability companies, partnerships, professional associations, professional corporations or fictitious names.</p>	<p>Corporations, LLC’s and Partnerships that practice professional architecture or interior design in Florida are governed by Section 481.219 Fla. Stat.</p> <p>One or more of the principal officers (president, vice-president, secretary or treasurer) of the corporation or limited liability company, or one or more partners of the partnership, and all personnel of the corporation, limited liability company, or partnership who act on its behalf in Florida must be registered and licensed architects or interior designers. Each office and branch office is required to have a Florida licensed architect in responsible supervisory control.</p> <p>The statute does not exempt individuals who sign and seal construction or interior design documents from individual liability for the professional services performed.</p> <p>The statute is not applicable to the erection, enlargement, or alteration of any building on a farm for use by any farmer, regardless of cost, any one family or two family residence, townhouse or domestic outbuilding regardless of cost or any other type of building costing less than \$25,000 with some minor exceptions.</p> <p>Note that Section 558.0035 Fla. Stat. provides limited protection to individual designers who comply with its requirements.</p> <p>One or more individuals, professional corporations, or professional limited liability companies, in any combination, duly licensed or</p>

Florida	Design Professional Regulation	Firm License	Corporate Formation Requirements
			<p>otherwise legally authorized to render the same professional services may organize and become a shareholder or shareholders of a professional corporation, or members of professional limited liability company for pecuniary profit for the sole and specific purpose of rendering professional service.</p>
	<p><b>Engineering</b></p> <p>Florida Board of Professional Engineers (“FBPE”)  <a href="http://www.fbpe.org/">http://www.fbpe.org/</a></p> <p>Licensing Statute – Fla. Stat. Ch. 471</p> <p>Licensing Regulations – Fla. Admin Code. Ch. CHAPTER 61G15-18</p>	<p>The following types of entities require firm licensure to practice engineering:</p> <ol style="list-style-type: none"> <li>(1) Partnership</li> <li>(2) Corporation</li> <li>(3) Business trust</li> <li>(4) Other legal entity</li> <li>(5) Business organization</li> </ol>	<p>Business organizations that employ professional engineers who practice engineering in Florida are governed by Chapter 417 Fla. Stat.</p> <p>Section 417.023 Fla. Stat. requires that the practice of engineering through a business organization through licensees as agents, employees, officers or partners is only permitted if the business organization possesses a certificate of authorization issued by the Board of Professional Engineers. If an individual is practicing in his or her name, he or she does not need a certificate of authorization.</p> <p>One or more of the principal officers of the business organization or one or more of the partners of the partnership and all personnel of the business organization who act on its behalf as engineers must be licensed.</p> <p>No individuals practicing engineering are relieved of responsibility for professional services performed by reason of his or her employment or relationship with a business organization. The personal liability of a shareholder or owner of a business organization, in his or her capacity as shareholder or owner, shall be no greater than that of a shareholder-employee of a corporation incorporated under Chapter 607 Fla. Stat.</p>



Florida	Design Professional Regulation	Firm License	Corporate Formation Requirements
			<p>Note that Section 558.0035 Fla. Stat. provides limited protection to individual designers who comply with its requirements.</p> <p>See above regarding professional service companies and professional limited liability companies.</p>

Georgia	Design Professional Regulation	Firm License	Corporate Formation Requirements
<p><b>Author</b></p> <p>Mike H. Shanlever, Esq.  ALSTON &amp; BIRD LLP  One Atlantic Center  1201 W. Peachtree St.  Atlanta, GA 30309-3424  (404) 881-7619  <a href="mailto:mike.shanlever@alston.com">mike.shanlever@alston.com</a></p>	<p><b>Architecture</b></p> <p>Georgia State Board of Architects and Interior Designers -  <a href="http://sos.ga.gov/index.php/licensing/plb/2">http://sos.ga.gov/index.php/licensing/plb/2</a></p> <p>Licensing Statute – O.C.G.A. § 43-4-1, <i>et seq.</i></p> <p>Licensing Regulations – Ga. Comp. R. &amp; Regs. r. 50-1, <i>et seq.</i></p> <p>Georgia Professional Corporation Act – O.C.G.A. § 14-7-1, <i>et seq.</i></p>	<p>No firm, sole proprietorship, partnership, limited liability company, corporation, or other similar organization shall be registered as architects. Firms, sole proprietorships, partnerships, limited liability companies, and corporations may practice architecture, as defined by this article, and perform the services heretofore enumerated common to the practice of architecture, provided that all such work and services are performed under the responsible control of an architect registered in this state who is a director, in the case of a corporation, or who is a partner, in the case of a partnership, or who is a member, in the case of a limited liability company, or who is an employee with an ownership interest who has been designated in writing as holding a position of authority within the firm which authorizes him or her to direct the architectural services offered by that firm; and provided, further, that the administration of construction contracts shall be under the responsible control of such registered architect and that such plans, drawings, and specifications shall be prepared under the responsible control of such registered architect and bear the architect's individual signature and seal. O.C.G.A. § 43-4-10.</p> <p>Although the architectural licensing statute does not mention professional corporations, this is likely a drafting error. The Georgia Professional Corporation Code specifically authorizes the practice of</p>	<p>Although it is not mandatory that an architectural firm operate as a professional corporation, if it elects to do so there are certain corporate governance requirements.</p> <p>Stockholders in a professional corporation must be licensees in the profession for which the professional corporation is authorized to perform services. Furthermore, at least one member of the board of the directors, and the president of the professional corporation must be a licensee. O.C.G.A. § 14-7-4.</p>

Georgia	Design Professional Regulation	Firm License	Corporate Formation Requirements
		architecture in a professional corporation. O.C.G.A. § 14-7-2.	
	<p><b>Engineering</b></p> <p>Georgia Board of Professional Engineers and Land Surveyors - <a href="http://sos.ga.gov/index.php/licensing/plb/22">http://sos.ga.gov/index.php/licensing/plb/22</a></p> <p>Licensing Statute – O.C.G.A. § 43-15-1, <i>et seq.</i></p> <p>Licensing Regulations – Ga. Comp. R. &amp; Regs. r. 180-1, <i>et seq.</i></p>	<p>The practice of or offer to practice professional engineering, as defined in this chapter, by individual professional engineers registered under this chapter through a firm, corporation, professional corporation, partnership, association, or other entity offering engineering services to the public or by a firm, corporation, professional corporation, partnership, association, or other entity offering engineering services to the public through individual registered professional engineers as agents, employees, officers, members, or partners is permitted subject to the provisions of this chapter; provided, however, that one or more of the principals, officers, members, or partners of said firm, corporation, professional corporation, partnership, association, or other entity and all personnel of such firm, corporation, partnership, association, or entity who act in its behalf as professional engineers in this state shall be registered as provided in this chapter; and further provided that said firm, corporation, professional corporation, partnership, association, or entity has been issued a certificate of authorization by the board as provided in this chapter. O.C.G.A. § 43-15-12.</p>	<p>Although it is not mandatory that an engineering firm operate as a professional corporation, if it elects to do so there are certain corporate governance requirements.</p> <p>Stockholders in a professional corporation must be licensees in the profession for which the professional corporation is authorized to perform services. Furthermore, at least one member of the board of the directors, and the president of the professional corporation must be a licensee. O.C.G.A. § 14-7-4.</p>

Hawaii	Design Professional Regulation	Firm License	Corporate Formation Requirements
<p><b>Authors</b></p> <p>Kenneth R. Kupchak, Esq.            Anna H. Oshiro, Esq.            DAMON KEY LEONG KUPCHAK HASTERT            1003 Bishop Street, Suite 1600            Pauahi Tower            Honolulu, HI 96813            (808) 531-8031  <a href="mailto:krk@hawaiilawyer.com">krk@hawaiilawyer.com</a>  <a href="mailto:aho@hawaiilawyer.com">aho@hawaiilawyer.com</a></p>	<p><b>Architecture</b></p> <p>Hawaii Board of Engineers, Architects, Surveyors &amp; Landscape Architects - <a href="http://cca.hawaii.gov/pvl/boards/engineer/">http://cca.hawaii.gov/pvl/boards/engineer/</a></p> <p>Licensing Statutes – Hawaii Revised Statutes, Professional Engineers, Architects, Surveyors and Landscape Architects – Haw. Rev. Stat. Chapter 464</p> <p>Licensing Regulations – Hawaii Administrative Rules, Title 16, Chapter 115, Professional Engineers, Architects, Surveyors, and Landscape Architects HAR Chapter 16-115</p>	<p>Corporations and partnerships are not required to obtain a firm license before engaging in the practice of professional architecture in the State of Hawaii, as long as the person in charge of the professional work is a duly licensed architect.</p>	<p>There are no specific requirements in Hawaii for the corporation formation of an architectural firm. Architectural firms are permitted to practice under all types of business entities.</p>
	<p><b>Engineering</b></p> <p>Hawaii Board of Engineers, Architects, Surveyors &amp; Landscape Architects - <a href="http://cca.hawaii.gov/pvl/boards/engineer/">http://cca.hawaii.gov/pvl/boards/engineer/</a></p> <p>Licensing Statutes – Hawaii Revised Statutes Professional Engineers, Architects, Surveyors and Landscape Architects – Haw. Rev. Stat. Chapter 464</p>	<p>Business entities (corporation, limited liability company, partnership, etc.) do not require firm licensure to practice engineering in Hawaii as long as the person overseeing the professional work is a licensed professional engineer.</p>	<p>There are no specific requirements in Hawaii for the corporate formation of an engineering firm. Engineering firms are permitted to practice under all types of business entities.</p>

Hawaii	Design Professional Regulation	Firm License	Corporate Formation Requirements
	Licensing Regulations – Hawaii Administrative Rules Title 16, Chapter 115, Professional Engineers, Architects, Surveyors, and Landscape Architects Chapter HAR 16-115		

Idaho	Design Professional Regulation	Firm License	Corporate Formation Requirements
<p><b>Author</b></p> <p>Julie Stomper, Esq.                      BEARD ST. CLAIR GAFFNEY PA                      2105 Coronado Street                      Idaho Falls, Idaho 83404                      (208) 523-5171  <a href="mailto:julie@beardstclair.com">julie@beardstclair.com</a></p>	<p><b>Architecture</b></p> <p>Idaho Board of Architectural Examiners, Idaho Bureau of Occupational Licenses  <a href="http://ibol.idaho.gov/IBOL/BoardPage.aspx?Bureau=ARC">http://ibol.idaho.gov/IBOL/BoardPage.aspx?Bureau=ARC</a></p> <p>Licensing Statutes – Idaho Code § 54-301 <i>et seq.</i></p> <p>Licensing Regulations – Idaho Administrative Procedure Act, Agency 24, Title 1, Chapter 1 (IDAPA 24.01.01.000 <i>et seq.</i>)</p> <p>Professional Service Corporation Act – Idaho Code §30-1301 <i>et seq.</i></p> <p>Idaho Uniform Limited Liability Act – Idaho Code §30-6-101 <i>et seq.</i></p>	<p>In Idaho licenses to practice architecture are issued in the names of individuals only. Firms or corporations are prohibited from licensure. Idaho Code Ann. § 54-307(1)</p>	<p>Architecture firms are authorized to organize as professional service corporations (Idaho Code §30-1301 <i>et seq.</i>) or professional limited liability companies (Idaho Code §30-6-101 <i>et seq.</i>). While no particular corporate form is required, the Idaho Board of Architectural Examiners has specified that “corporations organized to do general business in the state of Idaho may not practice architecture in the State of Idaho”. IDAPA 24.0101.400</p> <p><u>Professional Service Corporation:</u>                      All shareholders of a professional service corporation (PC) must be natural persons licensed to render one or more of the same professional services as defined by Idaho Code § 30-1303(1).</p> <p>PCs may render professional services only through its officers, employees and agents who are duly licensed or otherwise legally authorized to render such professional services within Idaho. The term “employee” as used in the Act does not include clerks, secretaries, bookkeepers, technicians and other assistants who are not usually and ordinarily considered by custom and practice to be rendering professional services to the public for which a license or other legal authorization is required. § 30-1305.</p> <p>Professionals providing allied professional services may be shareholders of the same professional service corporation unless otherwise prohibited by Idaho law. Idaho Code Ann. § 30-1304.</p> <p>Foreign PCs may receive a certificate of authority to render architectural services in Idaho only if only if all the officers, employees, or agents who render the corporation's services in this state are licensed under the laws of Idaho to render such services. Idaho Code Ann. §30-1314.</p>

Idaho	Design Professional Regulation	Firm License	Corporate Formation Requirements
			<p><u>Professional Limited Liability Company:</u></p> <p>The Idaho statutes governing Professional Limited Liability Companies, are found within the Idaho Uniform Limited Liability Act.</p> <p>All members of a professional limited liability company (PLLC) must be: (a) natural persons with a professional license as defined by Idaho Code § 30-6-102(20) and/or; (b) professional corporations, partnerships or limited liability companies, all of whose shareholders, partners or members are such licensed professionals. Idaho Code Ann. § 30-6-102 (19).</p> <p>PLLCs may render professional services only through its officers, employees and agents who are duly licensed or otherwise legally authorized to render such professional services within Idaho. The term “employee” as used in the PLLC Act does not include clerks, secretaries, bookkeepers, technicians and other assistants who are not usually and ordinarily considered by custom and practice to be rendering professional services to the public for which a license or other legal authorization is required.</p> <p>Foreign PLLCs will be governed by the Idaho Uniform Limited Liability Act. § 30-6-102(8).</p> <p>Professionals providing allied professional services may be members of the same PLLC unless otherwise prohibited by Idaho law. Idaho Code Ann. § 30-6-102(19).</p> <p>The term “allied professional services” means “professional services which are so related in substance that they are frequently offered in conjunction</p>

Idaho	Design Professional Regulation	Firm License	Corporate Formation Requirements
			<p>with one another as parts of the same service package to the consumer". Idaho Code Ann. §§30-6-102(1); 30-1303 (3).</p> <p>If a firm offering architecture and landscape architecture services must incorporate as a PC or a PLLC.</p>
	<p><b>Engineering</b></p> <p>Idaho Board of Professional Engineers and Professional Land Surveyors (IPELS)  <a href="http://ipels.idaho.gov">http://ipels.idaho.gov</a></p> <p>Licensing Statutes – Idaho Code § 54-1201 <i>et seq.</i></p> <p>Licensing Regulations – Idaho Administrative Procedure Act, Agency 10, Title 1, Chapter 1 (IDAPA 10.01.01.001 <i>et seq.</i>)</p> <p>Professional Service Corporation Act – Idaho Code §30-1301 <i>et seq.</i></p> <p>Idaho Uniform Limited Liability Act – Idaho Code §30-6-101 <i>et seq.</i>                      Idaho Code §54-1235</p>	<p>All types of business entities (corporation, limited liability company, partnership, etc.) require a certificate of authority from IPELS to practice engineering as a firm in Idaho.</p> <p>In order to receive a certificate of authority all engineers must be individually licensed and the firm must provide IPELS with (a) description of the professional services to be performed by the entity; and (b) the designated licensed individual(s) who shall be “in responsible charge” of the professional practice for the entity. Idaho Code Ann. § 54-1235(4).</p> <p>The term “responsible charge” means:                      “the control and direction of</p>	<p>Engineering firms are authorized, but not required, to organize as professional service corporations (Idaho Code §30-1301 <i>et seq.</i>) or professional limited liability companies (Idaho Code §30-6-101 <i>et seq.</i>).</p> <p><u>Professional Service Corporation:</u>                      All shareholders of a professional service corporation must be natural persons licensed to render one or more of the same professional services as defined by Idaho Code § 30-1303(1).</p> <p>PCs may render professional services only through its officers, employees and agents who are duly licensed or otherwise legally authorized to render such professional services within Idaho. The term “employee” as used in the Act does not include clerks, secretaries, bookkeepers, technicians and other assistants who are not usually and ordinarily considered by custom and practice to be rendering professional services to the public for which a license or other legal authorization is required. § 30-1305.</p> <p>Professionals providing allied professional services may be shareholders of the same professional service corporation unless otherwise prohibited by Idaho law. Idaho Code Ann. § 30-1304.</p> <p>Foreign PCs may receive a certificate of authority to render architectural services in Idaho only if only if all the officers, employees, or agents who</p>



Idaho	Design Professional Regulation	Firm License	Corporate Formation Requirements
		<p>engineering work... requiring initiative, professional skill, independent judgment and professional knowledge of the content of relevant documents during their preparation.” Idaho Code Ann. § 54-1202(14).</p> <p>A firm may not file organizational documents with the Idaho Secretary of State which include, “engineer,” “engineering,” or any derivation thereof as its organizational purpose or within its name unless IPELS has issued a certificate of authorization or a letter indicating the entity is eligible to receive such certificate. Idaho Code Ann. § 54-1235(5).</p>	<p>render the corporation's services in this state are licensed under the laws of Idaho to render such services. Idaho Code Ann. §30-1314.</p> <p><u>Professional Limited Liability Company:</u> The Idaho statutes governing Professional Limited Liability Companies, are found within the Idaho Uniform Limited Liability Act.</p> <p>All members of a professional limited liability company (PLLC) must be: (a) natural persons with a professional license as defined by Idaho Code § 30-6-102(20) and/or; (b) professional corporations, partnerships or limited liability companies, all of whose shareholders, partners or members are such licensed professionals. Idaho Code Ann. § 30-6-102 (19).</p> <p>Foreign PLLCs will be governed by the Idaho Uniform Limited Liability Act. § 30-6-102(8).</p> <p>Professionals providing allied professional services may be members of the same PLLC unless otherwise prohibited by Idaho law. Idaho Code Ann. § 30-6-102(19).</p> <p>The term “allied professional services” means “professional services which are so related in substance that they are frequently offered in conjunction with one another as parts of the same service package to the consumer”. Idaho Code Ann. §§30-6-102(1); 30-1303 (3).</p> <p>If a firm offers engineering and land surveying services the firm must incorporate as a PC or PLLC.</p>

Illinois	Design Professional Regulation	Firm License	Corporate Formation Requirements
<p><b>Author</b></p> <p>Scott J. Smith, Esq.  MUCH SHELIST, P.C.  191 North Wacker Drive,  Suite 1800  Chicago, IL 60606  (312) 521-2751  <a href="mailto:SSmith@muchshelist.com">SSmith@muchshelist.com</a></p>	<p><b>Architecture</b></p> <p>Illinois Department of Financial &amp; Professional Regulation  <a href="http://www.idfpr.com/profs/info/architect.asp">http://www.idfpr.com/profs/info/architect.asp</a></p> <p>Licensing Statute— 225 ILCS 305/1 <i>et. Seq.</i> (Illinois Architecture Practice Act of 1989)</p> <p>Rules – Ill. Admin. Code Tit. 68, § 1150</p> <p>Business Corporation Act of 1983 – 805 ILCS 5/1.01 <i>et. seq.</i></p> <p>Professional Service Corporation Act – 805 ILCS 10/1 <i>et. seq.</i></p> <p>Limited Liability Company Act – 805 ILCS 180/1-1 <i>et. seq.</i></p>	<p>All types of entities require firm licensure to practice architecture, whether it is a:</p> <ol style="list-style-type: none"> <li>(1) Professional Corporation (“P.C.”)</li> <li>(2) Limited Liability Company (“LLC”)</li> <li>(3) Corporation (“Inc.”)</li> <li>(4) Registered Limited Liability Limited Partnership</li> <li>(5) General Partnership</li> <li>(6) Limited Partnership</li> <li>(7) Sole Proprietor*</li> </ol> <p>* All businesses that offer or provide professional design services must register with the Illinois Department of Professional Registration as a Professional Design Firm. The only exception is a licensed sole proprietor who offers or provides design services in his or her individual name and is not employing other individuals to perform work for which professional licensure is required.</p>	<p>Professional Corporations and LLC’s that practice professional architecture in Illinois are governed by the Professional Service Corporation Act (“PSCA”) and the Limited Liability Company Act (“LLCA”) respectively. The PSCA and the LLCA requires the architectural P.C. or LLC to be 100% owned by professional architects or other professionals designated in the PSCA if the firm is also licensed to offer the services of the other profession (i.e. engineering, surveying, etc.). Corporate entities are not allowed to hold an ownership interest in the P.C. or LLC.</p> <p>The PSC and LLCAA require all owners to be licensed in Illinois.</p> <p>The PSCA includes an exemption from its requirements for corporations which prior to September 15, 1969 were permitted by law to practice architecture.</p> <p>The PSCA limits the non-professional services that the architectural P.C. may render to those “ancillary” to the practice of architecture.</p> <p>The Illinois Architecture Practice Act of 1989 (“IAPA”) requires that for any corporation, partnership, limited liability company or professional design firm: 2/3 of the board of</p>

Illinois	Design Professional Regulation	Firm License	Corporate Formation Requirements
			<p>directors/general partners/members (as the case may be) must be licensed under the laws of any state (to practice architecture, engineering or surveying); and a managing agent be a director/general partner/member (as the case may be), and hold a license under the IAPA.</p>
	<p><b>Professional Engineering and Structural Engineering</b></p> <p>Illinois Department of Financial &amp; Professional Regulation  <a href="http://www.idfpr.com/profs/info/ProfEngineer.asp">http://www.idfpr.com/profs/info/ProfEngineer.asp</a></p> <p>Licensing Statute – 225 ILCS 325/1 <i>et. seq.</i> (Professional Engineering Practice Act)                      Licensing Statute – 225 ILCS 340/1 <i>et. seq.</i> (Structural Engineering Practice Act)                      Rules – Ill. Admin. Code Tit. 68, § 1380                      Business Corporation Act of 1983 – 805 ILCS 5/1.01 <i>et. seq.</i>                      Professional Service Corporation Act – 805 ILCS 10/1 <i>et. seq.</i>                      Limited Liability Company Act – 805 ILCS 180/1-1 <i>et. seq.</i></p>	<p>All types of entities require firm licensure to practice engineering, whether it is a:</p> <ol style="list-style-type: none"> <li>(1) Professional Corporation (“P.C.”)</li> <li>(2) Limited Liability Company (“LLC”)</li> <li>(3) Corporation (“Inc.”)</li> <li>(4) Registered Limited Liability Limited Partnership</li> <li>(5) General Partnership</li> <li>(6) Limited Partnership</li> <li>(7) Sole Proprietor*</li> </ol> <p>* All businesses that offer or provide professional design services must register with the Illinois Department of Professional Registration as a Professional Design Firm. The only exception is a licensed sole proprietor who offers or provides design services in his or her individual name and is not employing other individuals to perform work for which professional licensure is required.</p>	<p>Professional Corporations and LLC’s that practice professional/structural engineering in Illinois are governed by the Professional Service Corporation Act (“PSCA”) and the Limited Liability Company Act (“LLCA”) respectively. The PSCA requires the engineering P.C. or LLC to be 100% owned by licensed engineers or other professionals designated in the PSCA if the firm is also licensed to offer the services of the other professions (i.e. architecture, surveying, etc.). Corporate entities are not allowed to hold an ownership interest in the P.C. or LLC.</p> <p>The PSC and LLCAA require all owners to be licensed in Illinois.</p> <p>The PSCA includes an exemption from its requirements for corporations which prior to September 15, 1969 were permitted by law to practice engineering.</p> <p>The PSCA limits the non-professional services that the engineering P.C. may render to those</p>

Illinois	Design Professional Regulation	Firm License	Corporate Formation Requirements
			<p>“ancillary” to the practice of engineering.</p> <p>The Professional Engineering Practice Act (“PEPA”) requires that the Professional Design Firm designate a managing agent and that the managing agent must have a valid, active license under the PEPA.</p> <p>Similarly, the Structural Engineering Practice Act (“SEPA”) requires that the Professional Design Firm designate a managing agent and that the managing agent must have a valid, active license under the SEPA.</p>

Indiana	Design Professional Regulation	Firm License	Corporate Formation Requirements
<p><b>Authors</b></p> <p>Terrence L. Brookie, Esq. Leah N. Wilson, Esq. FROST BROWN TODD, LLC 201 N. Illinois Street, Suite 1900 Indianapolis, IN 46244 (317) 237-3800 <a href="mailto:tbrookie@fbtlaw.com">tbrookie@fbtlaw.com</a> <a href="mailto:lwilson@fbtlaw.com">lwilson@fbtlaw.com</a></p>	<p><b>Architecture</b></p> <p>The Board of Registration for Architects and Landscape Architects, Indiana Professional Licensing Agency <a href="http://www.in.gov/pla/architect.htm">http://www.in.gov/pla/architect.htm</a></p> <p>Licensing Statute – IC §§ 25-4-1-1 through 25-4-1-32</p> <p>Licensing Regulations – 804 IAC 1.1</p> <p>Professional Corporation Act – P.L. 206-2005</p>	<p>Only an individual may be a registered architect. However, a firm, partnership, or corporation may practice or offer to practice architecture when the work is done under the full authority and responsible charge of a registered architect who is also a principal of the firm or partnership or is an officer of the corporation. The name of the responsible registered architect must appear whenever the firm name is used in the professional practice of the firm, partnership or corporation. I.C. § 25-4-1-27</p>	<p>The Indiana Professional Corporation Act (“IPCA”) permits one or more architectural or engineering professionals to incorporate to render architectural or engineering services. I.C. 23-1.5-2-3(a).</p> <p>Professional corporations are organized using the same form prescribed by the secretary of state to organize general corporations. For a professional corporation to attain a certificate of incorporation, the corporation must have a certificate of registration. To attain a certificate of registration, the entity submits an application of registration to the licensing authority for review to confirm that (1) the directors and shareholders are properly licensed and (2) the corporation will be organized in compliance with the licensing authority’s rules. If both criteria are satisfied, the licensing authority will certify that a certificate of registration should be issued. The certificate of registration is presented to the secretary of state when the articles of incorporation are filed. I.C. 23-1.5-2-9.</p> <p>The directors of a professional corporation and all the officers other than the secretary and the treasurer must be qualified persons with respect to the corporation. I.C. 23-1.5-2-4.</p> <p>Under the IPCA, the corporate name, (1) must include the words “Professional Services Corporation” or “Professional Corporation” or an abbreviation thereof; (2) may not contain any word or phrase that indicates or implies any purpose or power not possessed by corporations</p>

Indiana	Design Professional Regulation	Firm License	Corporate Formation Requirements
			<p>organizable under this article; and (3) may not contain any word or phrase that indicates that it is organized for any purpose other than that listed in the articles of incorporation. I.C. 23-1.5-2-8(a).</p> <p>A professional corporation must renew its certificate of registration each year before January 31. I.C. 23-1.5-2-10(a).</p> <p>A professional corporation must file a copy of its articles of incorporation certified by the secretary of state with the appropriate bureau. I.C. 25-1.5-3-6(a).</p> <p>The IPCA permits foreign professional corporations to practice in Indiana. I.C. 23-1.5-5-1.</p> <p>The Indiana Business Corporation Law (IBCL) applies to professional corporations organized under the IPCA, but the latter prevails to the extent there is inconsistency in the provisions of the IBCL and IPCA. I.C. 23-1.5-2-1.</p>

Indiana	Design Professional Regulation	Firm License	Corporate Formation Requirements
	<p><b>Engineering</b></p> <p>Indiana State Board of Registration for Professional Engineers (BRPE)  <a href="http://www.in.gov/pla/engineer.htm">http://www.in.gov/pla/engineer.htm</a></p> <p>Licensing Statute – I.C. §§ 25-31-1-1 through 25-31-1-35</p> <p>Licensing Regulations – 864 IAC 1.1</p> <p>Professional Corporation Act – P.L. 206-2005</p>	<p>Only an individual may be registered by the BRPE to practice engineering. Business entities, however, may engage in the practice of engineering so long as the regulated activities of the practicing entity are conducted under the supervision of a duly registered professional engineer employed full-time by the business. Engineering documents produced by the practicing entity must contain the seal of the registered professional engineer who is responsible charge of the work. I.C. § 25-31-1-18.</p>	<p>Engineers may form professional corporations. See above regarding the Indiana Professional Corporation Act.</p>

Iowa	Design Professional Regulation	Firm License	Corporate Formation Requirements
<p><b>Author</b></p> <p>Anthony L. Osborn, Esq.                      GOOSMAN LAW FIRM, PLC                      410 5<sup>th</sup> Street                      Sioux City, IA 51101                      (712) 226-4000  <a href="mailto:Anthony@goosmannlaw.com">Anthony@goosmannlaw.com</a></p>	<p><b>Architecture</b></p> <p>Iowa Architectural Examining Board -  <a href="https://plb.iowa.gov/board/architects">https://plb.iowa.gov/board/architects</a></p> <p>Licensing Statute – Iowa Code Chapter 544A</p> <p>Licensing Rules and Regulations – Iowa Code Chapter 272C</p>	<p>Business entities are not required to register or obtain licenses. However, any business entity which plans to practice architecture in Iowa must receive an “authorization to practice architecture as a business entity” from the Iowa Architectural Examining Board. Iowa Code § 544A.21. The process for obtaining authorization is outlined in Chapter 193B of the Iowa Administrative Code.</p> <p>Any business entity which plans to practice architecture in Iowa must perform the work under the direct supervision and responsible charge of one or more architects. Iowa Code § 544A.16(5).</p>	<p>Iowa Code Chapter 490, the Iowa Business Corporation Act, applies to the formation of architectural firms just like any other business and professional corporations and companies. There is no law in Iowa which limits the type of entities which can perform architectural services. However, two-thirds of the directors (if a company) or two-thirds of the general partners (if a partnership) practicing architecture in Iowa must be qualified to perform either architectural or engineering services. Iowa Code § 544A.21. In addition, at least one-third of a corporation’s directors (if a company) or one-third of the general partners (if a partnership) must be duly registered to practice with an authority recognized by the Iowa Board of Architectural Examiners. <u>Id.</u></p>
	<p><b>Engineering</b></p> <p>Iowa Engineering and Land Surveying Board -  <a href="https://plb.iowa.gov/board/engineers-land-surveyors">https://plb.iowa.gov/board/engineers-land-surveyors</a></p> <p>Licensing Statute – Iowa Code Chapter 542B</p> <p>Licensing Rules and Regulations – Iowa Code Chapter 272C</p>	<p>Business entities are not required to register or obtain licenses, or obtain any “certificate of authority” or similar authorization.</p> <p>If an entity designs buildings or works for a public interest, <i>all</i> of its principal designing or constructing engineers must hold licenses, unless the entity is engaged “solely in constructing buildings and works.” Iowa Code § 542B.26.</p>	<p>Iowa Code Chapter 490, the Iowa Business Corporation Act, applies to the formation of engineering firms just like any other business and professional corporations and companies. There is no law in Iowa which limits the type of entities which can perform engineering services. However, any business entity which plans to practice engineering in Iowa must be owned or managed by, or regularly employ, one or more licensed professional engineers who directly control and personally service all engineering work performed by the entity. Iowa Admin. Code Chapter 193C-8.5(3). This requirement is not satisfied through the hiring of an engineer on an as-needed, occasional or consulting basis. <u>Id.</u> at 193C-8.5(5).</p>



Kansas	Design Professional Regulation	Firm License	Corporate Formation Requirements
<p><b>Authors</b></p> <p>G. Edgar “Eddie” James, Esq.                      Ryan M. Manies, Esq.                      POLSINELLI PC                      900 W. 48th Place, Suite 900                      Kansas City, MO 64112                      (816) 753-1000  <a href="mailto:ejames@polsinelli.com">ejames@polsinelli.com</a>  <a href="mailto:rmanies@polsinelli.com">rmanies@polsinelli.com</a></p>	<p><b>Architecture</b></p> <p>State Board of Technical Professions  <a href="http://www.ksbtp.ks.gov">www.ksbtp.ks.gov</a></p> <p>Licensing Statute – Kan. Stat Ann. 74-7001 <i>et seq.</i></p> <p>Licensing Rules –                      Kan. Admin. Regs. §§ 66-6-1 <i>et seq.</i></p> <p>Professional Corporations – Kan. Stat Ann. 17-2706 <i>et. seq</i></p>	<p>The licensing laws of Kansas are applicable to business entities as well as to natural persons. As defined by statute, “business entity” means any:</p> <ol style="list-style-type: none"> <li>(1) General Business Corporation</li> <li>(2) Professional Corporation</li> <li>(3) Limited Liability Company</li> <li>(4) Limited Liability Partnership</li> <li>(5) Corporate Partnership or</li> <li>(6) other legal entity created by law.</li> </ol>	<p>The entitlement of any business entity to a certificate of authority to practice architecture is tied to the licensing of one or more of its individual members or employees.</p> <p>A business entity may be organized for the practice of one or more of the technical professions if:</p> <ol style="list-style-type: none"> <li>1. One or more of the principals is designated as responsible for the activities and decisions relating to the practice of such profession and is licensed to practice such profession by the Board and is a regular employee of and active participant in the business entity;</li> <li>2. Each person engaged in the practice of the technical profession is licensed to practice such profession by the Board or is exempt from licensure under Kan. Stat. Ann. § 74-7031 through § 74-7035, or is exempt from exam for licensure in this state under Kan. Stat. Ann. § 74-7024; and</li> <li>3. Such business entity has been issued a certificate of authorization by the Board.</li> </ol> <p>Although architectural firms are not required to operate as a professional corporation in Kansas, if the firm elects to do so there are additional corporate governance requirements. Under Kansas law, one or more natural persons, each of whom is licensed to render the same type of professional service within Kansas, may incorporate a professional corporation to practice that same type of professional service by filing articles of incorporation with the secretary of state. The articles of incorporation shall</p>

Kansas	Design Professional Regulation	Firm License	Corporate Formation Requirements
			<p>set forth as its purpose the type of professional service to be practiced through the professional corporation and shall otherwise meet the requirements of the general corporation code of the state of Kansas. A certificate by the regulating board of the profession involved that each of the incorporators is duly licensed to practice that profession, and that the proposed corporate name has been approved, shall be filed in the office of the secretary of state prior to issuance of the certificate of incorporation. When two or more types of professions are to be rendered by such corporation, as shown in the articles of incorporation, a certificate of each regulatory board shall be required.</p> <p>In general, a professional corporation may issue the shares of its capital stock only to a natural person licensed, registered or certified to practice the same type of profession which any professional corporation is authorized to practice.</p>

Kansas	Design Professional Regulation	Firm License	Corporate Formation Requirements
	<p><b>Engineering</b></p> <p>State Board of Technical Professions  <a href="http://www.ksbtp.ks.gov">www.ksbtp.ks.gov</a></p> <p>Licensing Statute – Kan. Stat Ann. 74-7001 <i>et. seq.</i></p> <p>Professional Corporations – Kan. Stat Ann. 17-2706 <i>et seq.</i></p> <p>Licensing Rules –                      Kan. Admin. Regs. §§ 66-6-1 <i>et seq.</i></p>	<p>The licensing laws of Kansas are applicable to business entities as well as to natural persons. As defined by statute, “business entity” means any:</p> <ol style="list-style-type: none"> <li>(1) General Business Corporation</li> <li>(2) Professional Corporation</li> <li>(3) Limited Liability Company</li> <li>(4) Limited Liability Partnership</li> <li>(5) Corporate Partnership or</li> <li>(6) other legal entity created by law.</li> </ol>	<p>The entitlement of any business entity to a certificate of authority to practice engineering is tied to the licensing of one or more of its individual members or employees.</p> <p>A business entity may be organized for the practice of one or more of the technical professions if:</p> <ol style="list-style-type: none"> <li>1. One or more of the principals is designated as responsible for the activities and decisions relating to the practice of such profession and is licensed to practice such profession by the Board and is a regular employee of and active participant in the business entity;</li> <li>2. Each person engaged in the practice of the technical profession is licensed to practice such profession by the Board or is exempt from licensure under Kan. Stat. Ann. § 74-7031 through § 74-7035, or is exempt from exam for licensure in this state under Kan. Stat. Ann. § 74-7024; and</li> <li>3. Such business entity has been issued a certificate of authorization by the Board.</li> </ol> <p>Although engineering firms are not required to operate as a professional corporation in Kansas, if the firm elects to do so there are additional corporate governance requirements. Under Kansas law, one or more natural persons, each of whom is licensed to render the same type of professional service within Kansas, may incorporate a</p>

Kansas	Design Professional Regulation	Firm License	Corporate Formation Requirements
			<p>professional corporation to practice that same type of professional service by filing articles of incorporation with the secretary of state. The articles of incorporation shall set forth as its purpose the type of professional service to be practiced through the professional corporation and shall otherwise meet the requirements of the general corporation code of the state of Kansas. A certificate by</p> <p>the regulating board of the profession involved that each of the incorporators is duly licensed to practice that profession, and that the proposed corporate name has been approved, shall be filed in the office of the secretary of state prior to issuance of the certificate of incorporation. When two or more types of professions are to be rendered by such corporation, as shown in the articles of incorporation, a certificate of each regulatory board shall be required.</p> <p>In general, a professional corporation may issue the shares of its capital stock only to a natural person licensed, registered or certified to practice the same type of profession which any professional corporation is authorized to practice.</p>

Kentucky	Design Professional Regulation	Firm License	Corporate Formation Requirements
<p><b>Author</b></p> <p>Steven M. Henderson, P.E., Esq.                      STITES &amp; HARBISON PLLC                      400 West Market Street, Suite 1800                      Louisville, KY 40202-3352                      (502) 779-5826  <a href="mailto:shenderson@stites.com">shenderson@stites.com</a></p>	<p><b>Architecture</b></p> <p>Kentucky Board of Architects <a href="http://boa.ky.gov">http://boa.ky.gov</a></p> <p>Licensing Statute – KRS 323.010 <i>et. seq.</i></p> <p>Licensing Regulations – 201 Ky. Admin Reg. 19:100</p>	<p>No license is required for entities providing architectural services in KY.</p> <p>Corporations can provide architectural services through full-time employees who are licensed to provide architectural services in KY.</p> <p>Each office that prepares drawings, specifications, and other professional architectural work must have a licensed architect who is a regular employee who is in direct supervisory control of the work.</p>	<p>There are no restrictions on the types of business entities that can provide architectural services in KY.</p> <p>*KY also allows for the formation of Professional Service Corporations (KRS 274 <i>et seq.</i>); however, the licensing statutes and regulations do not require that architectural services be provided through a PSC.</p> <p>If a PSC is formed for the purpose of providing architectural services, KRS 274.015 requires that all shareholders, officers other than the secretary and treasurer, and not less than ½ of the directors be licensed to provide architectural services.</p>
	<p><b>Engineering</b></p> <p>Kentucky Board of Engineers &amp; Land Surveyors (“KBE”) <a href="http://www.kyboels.ky.gov">http://www.kyboels.ky.gov</a></p> <p>Licensing Statute – KRS 322.010 <i>et. seq.</i></p> <p>Licensing Regulations – 201 Ky. Admin. Reg. 18:180</p>	<p>A business entity must obtain a permit from the KBE in order to practice engineering in KY. Application available at <a href="http://kyboels.ky.gov/Getting-Licensed/Pages/Getting-a-Firm-Permit.aspx">http://kyboels.ky.gov/Getting-Licensed/Pages/Getting-a-Firm-Permit.aspx</a></p> <p>In addition to paying a fee, a firm must submit the following to the KBE: the names and addresses of all principals and officers; the licensed number of principals, officers, and employees who are professional engineers in responsible charge of the firm’s practice of engineering in Kentucky; a list of locations of all offices in Kentucky at which the business entity offers professional</p>	<p>There are no restrictions on the type of business entities that can provide engineering services.</p> <p>Business entities may engage in the practice of engineering provided that (1) at least one principal, officer, or designated employee is a professional engineer who is in responsible charge of the engineering work and (2) the entity has a permit from the KBE. <i>See</i> KRS 323.060; <i>see also</i> 201 Ky. Admin. Reg. § 18:180</p> <p>*KY also allows for the formation of Professional Service Corporations (KRS 274 <i>et seq.</i>); however, the licensing statutes and regulations do not require that</p>

Kentucky	Design Professional Regulation	Firm License	Corporate Formation Requirements
		<p>engineering services; a statement of qualifications for the permit; and references as required by KBE's administrative regulations.</p> <p>Permits for business entities must be renewed every two years.</p>	<p>engineering services be provided through a PSC.</p> <p>If a PSC is formed for the purpose of providing engineering services, KRS 274.015 requires that all shareholders, officers other than the secretary and treasurer, and not less than ½ of the directors be licensed to provide engineering services.</p>

Louisiana	Design Professional Regulation	Firm License	Corporate Formation Requirements
<p><b>Authors</b></p> <p>Mark W. Mercante, Esq.            Matthew R. Emmons, Esq.            BAKER, DONELSON, BEARMAN,            CALDWELL &amp; BERKOWITZ, P.C.            No. 3 Sanctuary Boulevard            Suite 201            Mandeville, Louisiana 70471            (985) 819-8400  <a href="mailto:mmercante@bakerdonelson.com">mmercante@bakerdonelson.com</a>  <a href="mailto:memmons@bakerdonelson.com">memmons@bakerdonelson.com</a></p>	<p><b>Architecture</b></p> <p>Louisiana State Board of Architectural Examiners <a href="http://www.lastbdarchs.com">http://www.lastbdarchs.com</a></p> <p>Licensing Statute – La. R.S. 37:141 <i>et seq.</i></p> <p>Licensing Rules – <a href="http://www.lastbdarchs.com/pdf/Rules.pdf">http://www.lastbdarchs.com/pdf/Rules.pdf</a></p>	<p>The following types of business entities require firm licensure to practice architecture:</p> <ol style="list-style-type: none"> <li>(1) Louisiana Corporations formed pursuant to Louisiana Business Corporation Law</li> <li>(2) Louisiana Nonprofit Corporations</li> <li>(3) Louisiana Architectural-Engineering Corporations</li> <li>(4) Louisiana Limited Liability Companies</li> <li>(5) Foreign Corporations or LLCs</li> </ol>	<p>In addition to permitting an architectural firm to practice under the general business entity forms (<i>i.e.</i> corporation, LLC, etc.), Louisiana law also provides for the formation of a professional architectural corporation, which is defined as a corporation organized pursuant to La. R.S. 12:1086, <i>et seq.</i>, for the practice of architecture as provided for by La. R.S. 37:141 through La. R.S. 37:158, or a corporation that is certified to be in compliance therewith by the Louisiana State Board of Architectural Examiners. <i>See</i> La. R.S. 12:1086, <i>et seq.</i> A majority of the outstanding shares of a professional architectural corporation must be held by one or more natural persons duly licensed to practice architecture in Louisiana. La. R.S. 12:1090(B). Further, architectural services rendered on behalf of a professional architectural corporation must be performed by or under the direct supervision of a natural person duly licensed to practice architecture in Louisiana. La. R.S. 12:1097. Professional architectural corporations are subject to specific regulation and discipline by the Louisiana State Board of Architectural Examiners. 46 La. Admin. Code, Part I, § 1701.</p> <p>Louisiana law also provides for the formation of an architectural-engineering corporation, which is defined as a corporation organized pursuant La. R.S. 12:1171, <i>et seq.</i>, for the practice of architecture and engineering, and which is certified to be in compliance with Louisiana</p>

Louisiana	Design Professional Regulation	Firm License	Corporate Formation Requirements
			<p>law governing the practice of architecture and engineering by the Louisiana State Board of Architectural Examiners and the Louisiana Professional Engineering and Land Surveying Board. Architectural services rendered on behalf of an architectural-engineering corporation must be performed by or under the direct supervision of a natural person duly licensed to practice architecture in Louisiana, and these architects are responsible to the Board for all acts and conduct of the corporation.</p>
	<p><b>Engineering</b></p> <p>Louisiana Professional Engineering and Land Surveying Board (“LAPELS”) <a href="http://www.lapels.com">www.lapels.com</a></p> <p>Licensing Statutes – Louisiana Revised Statutes Title 37. Professions and Occupations, Chapter 8. Professional Engineering and Professional Land Surveying (La. R.S. 37:681, <i>et seq.</i>)</p> <p>Licensing Regulations – Louisiana Administrative Code Title 46. Professional and Occupational Standards, Part LXI. Professional Engineers and Land Surveyors</p>	<p>All types of business entities (corporation, limited liability company, partnership, etc.) require firm licensure to practice engineering in Louisiana accept non-firm individual proprietorships (sole proprietorships) which bear the full name of the owner who is a licensed professional. Such sole proprietorships are not required to be licensed as engineering firms with the board (only individual licensure is required). Non-firm individual proprietorships that do not bear the full name of the owner who is a licensed professional must be licensed with the board as an engineering firm.</p> <p>Steps for Firm Licensure:</p> <ol style="list-style-type: none"> <li>1. Execute the paperwork to create the firm.</li> <li>2. If the firm is a corporation or limited liability</li> </ol>	<p>There are no specific requirements in Louisiana for the corporate formation of an engineering firm. Engineering firms are permitted to practice under all types of general business entity forms, including a partnership, association, cooperative, venture, corporation, limited liability company, limited liability partnership, or any other business entity form authorized under Louisiana law.</p> <p>Louisiana law does not provide for the creation of a professional engineering corporation (as it does for architectural firms). However, Louisiana law does provide for the formation of an architectural-engineering corporation, which is defined as a corporation organized pursuant La. R.S. 12:1171, <i>et seq.</i>, for the practice of architecture and engineering, and</p>



Louisiana	Design Professional Regulation	Firm License	Corporate Formation Requirements
		<p>company, obtain a certificate of incorporation or certificate of organization (domestic corporations and LLCs) or certificate of authority (foreign firms) from the Louisiana Secretary of State.</p> <p>3. Within thirty days after forming the firm or obtaining the certificate from the Louisiana Secretary of State, submit to the Board a completed Application for Firm License along with a copy of the firm’s certificate from the Louisiana Secretary of State.</p> <p>Supervising Professionals:</p> <p>Each firm licensed with the board must designate one or more supervising professionals. Each supervising professional must be a licensed professional:</p> <ul style="list-style-type: none"> <li>a. whose primary employment is with the firm on a full-time basis; or</li> <li>b. whose secondary employment is with the firm, provided the supervising professional is an owner of the firm.</li> </ul> <p>The supervising professionals of an engineering firm shall be professional engineers.</p>	<p>which is certified to be in compliance with Louisiana law governing the practice of architecture and engineering by the Louisiana State Board of Architectural Examiners and the Louisiana Professional Engineering and Land Surveying Board.</p>

Maine	Design Professional Regulation	Firm License	Corporate Formation Requirements
<p><b>Author</b></p> <p>Gavin G. McCarthy, Esq.                      PIERCE ATWOOD LLP                      Merrill's Wharf                      254 Commercial Street,                      Portland, Maine 04101                      (207) 791-1100  <a href="mailto:gmccarthy@pierceatwood.com">gmccarthy@pierceatwood.com</a></p>	<p><b>Architecture</b></p> <p>Maine Board of Licensure for Architects, Landscape Architects and Interior Designers: <a href="http://www.maine.gov/pfr/professionallicensing/professions/architects">www.maine.gov/pfr/professionallicensing/professions/architects</a></p> <p>Licensing Statute – 32 M.R.S. § 220, <i>et seq.</i></p> <p>Licensing Regulations – 02 C.M.R. 288, Chapters 10-19</p>	<p>A firm, corporation, company, partnership or limited liability company may not itself be licensed to practice architecture or landscape architecture. Rather, a license may only be issued to an individual, and licensure must be determined on individual and personal qualifications. <i>See</i> 32 M.R.S. § 220-C.</p>	<p>Because a firm may not itself be licensed, the corporate formation requirements are inapplicable. Should a group of licensed architects wish to form a non-licensed corporation, Title 13-C's general corporate formation rules would apply.</p>
	<p><b>Engineering</b></p> <p>Maine Board of Licensure for Professional Engineers: <a href="http://www.maine.gov/professionalengineers">www.maine.gov/professionalengineers</a></p> <p>Licensing Statute – 32 M.R.S. § 1251, <i>et seq.</i></p> <p>Licensing Regulations – 02 C.M.R. 322, Chapters 1-3</p>	<p>There is no provision for licensure of an engineering firm, and no avenue by which such an entity may become licensed as a practical matter, since the licensing statute has certain requirements that only a natural person could fulfill. <i>See id.</i> § 1352-A(1) (requiring, for example, a college degree). A firm, co-partnership, corporation or joint stock association may, however, engage in the practice of professional engineering in Maine, provided that the practice is carried on only by professional engineers licensed in the State. <i>See</i> 32 M.R.S. § 1253.</p>	<p>Because a firm may not be itself be licensed, the corporate formation requirements are inapplicable. Should a group of licensed engineers wish to form a non-licensed corporation, Title 13-C's general corporate formation rules would apply.</p>

Maryland	Design Professional Regulation	Firm License	Corporate Formation Requirements
<p><b>Authors</b></p> <p>Joseph C. Kovars, Esq.            Christopher C. Dahl, Esq.            OBER KALER            100 Light Street            Baltimore, MD 21202            (410) 685-1120  <a href="mailto:ickovars@ober.com">ickovars@ober.com</a>  <a href="mailto:ccdahl@ober.com">ccdahl@ober.com</a></p>	<p><b>Architecture</b></p> <p>Maryland Board of Architects –  <a href="http://www.dlrr.state.md.us/license/arch">www.dlrr.state.md.us/license/arch</a></p> <p>Licensing Statute – Md. Code Ann., Bus. Occ. § 3-101 <i>et seq.</i> (“Maryland Architects Act”)</p> <p>Licensing Regulations – COMAR 09.21</p> <p>Maryland Professional Service Corporation Act – Md. Code Ann., Corps. &amp; Ass’ns § 5-101 <i>et seq.</i></p>	<p>The following types of business entities require a permit issued by the Maryland Board of Architects to provide architectural services:</p> <ul style="list-style-type: none"> <li>(1) Corporations;</li> <li>(2) Limited liability companies; and</li> <li>(3) Partnerships.</li> </ul> <p>A “permit” to provide architectural services is different from a “license” to practice architecture. Individuals are licensed. Business entities obtain permits.</p>	<p>In order for a corporation to qualify for a permit to provide architectural services, at least two-thirds of the directors of the corporation must be licensed in Maryland or another state to practice architecture, engineering, or landscape architecture.</p> <p>Likewise, in order for a partnership to qualify for a permit to provide architectural services, at least two-thirds of the partners must be licensed in Maryland or another state to practice architecture, engineering, or landscape architecture. If the partnership is a limited partnership, then at least two-thirds of the general partners of the limited partnership must be so licensed.</p> <p>Finally, in order for a limited liability company to qualify for a permit to provide architectural services, at least two-thirds of the members of the limited liability company must be licensed in Maryland or another state to practice architecture, engineering, or landscape architecture.</p> <p>Each of the above business entities operating under a permit to provide architectural services must appoint at least one “responsible member” who is (1) a Maryland-licensed architect and (2) a director of the corporation, member of the limited liability company, or partner of the partnership. The “responsible member” shall be in responsible charge of architecture practiced through the business entity.</p>

Maryland	Design Professional Regulation	Firm License	Corporate Formation Requirements
			<p>In addition, a corporation that provides architectural services may elect to be a professional corporation under the Maryland Professional Service Corporation Act, in which case it will be subject to the requirements of that Act. The election to organize as a professional corporation is not mandatory for an architecture firm in Maryland, however.</p> <p>Should a corporation that exclusively provides architectural services elect to organize as a professional corporation under the Maryland Professional Service Corporation Act, all of its stockholders must be licensed in Maryland or in another state to render architectural services. In addition to the licensing requirement that two-thirds of the directors of the professional corporation be Maryland-licensed architects, under the Maryland Professional Service Corporation Act all of the professional corporation's officers (except for the Secretary and Treasurer) must be licensed in Maryland or in another state to render architectural services.</p>
	<p><b>Engineering</b></p> <p>Maryland Board for Professional Engineers – <a href="http://www.dlr.state.md.us/license/pe">www.dlr.state.md.us/license/pe</a></p> <p>Licensing Statutes – Md. Code Ann., Bus. Occs. § 14-101 <i>et seq.</i> (“Maryland Professional Engineers Act”)</p>	<p>There is currently no requirement for an engineering firm to obtain a permit to practice engineering in Maryland.</p> <p>Under the Maryland Professional Engineers Act, a licensed professional engineer may practice engineering through:</p> <ol style="list-style-type: none"> <li>(1) a corporation as an officer, employee, or</li> <li>(2) agent of the corporation.</li> </ol>	<p>The new provisions of the Maryland Professional Engineers Act concerning permits, which will come in effect on October 1, 2015, do not set forth any special requirements for the governance of business entities through which engineering is practiced.</p> <p>Rather, to qualify for a permit, a corporation, limited liability company, or partnership must designate a Maryland-licensed professional engineer to serve as a</p>

Maryland	Design Professional Regulation	Firm License	Corporate Formation Requirements
	<p>Licensing Regulations – COMAR 09.23</p> <p>Maryland Professional Service Corporation Act – Md. Code Ann., Corps. &amp; Ass’ns § 5-101 <i>et seq.</i></p>	<p>(3) a limited liability company as a member, employee, or agent of the limited liability company; or</p> <p>(4) a partnership as a partner, employee, or agent of the partnership.</p> <p>Effective October 1, 2015, however, a corporation, limited liability company, or partnership that operates a business through which engineering is practiced shall be required to hold a permit issued by the Maryland Board for Professional Engineers. This is a new requirement, as formerly there was no separate licensing scheme for the practice of engineering through a business entity.</p>	<p>“managing agent.” The “managing agent” must be: (1) in a position to act on behalf of the business entity in matters related to the practice of or the offering of the practice of engineering; and (2) either an employee, owner, director, officer, member, or partner of the business entity. A professional engineer may not serve as the “managing agent” for more than one business entity, unless the business entities are affiliates.</p> <p>In addition, a corporation that provides engineering services may elect to be a professional corporation under the Maryland Professional Service Corporation Act, in which case it will be subject to the requirements of that Act. The election to organize as a professional corporation is not mandatory for an engineering firm in Maryland, however.</p> <p>Should a corporation that exclusively provides engineering services elect to organize as a professional corporation under the Maryland Professional Service Corporation Act, all of its stockholders must be licensed in Maryland or in another state to render engineering services. In addition, the Maryland Professional Service Corporation Act would require that a majority of the professional corporation’s directors, and all of its officers (except for the Secretary and Treasurer), be licensed in Maryland or in another state to render engineering services.</p>

Massachusetts	Design Professional Regulation	Firm License	Corporate Formation Requirements
<p><b>Authors</b></p> <p>R. Thomas Dunn, Esq.                      Katharine E. Kohm, Esq.                      PIERCE ATWOOD LLP                      72 Pine Street                      Providence, RI 02903                      (401) 490-3418  <a href="mailto:rtdunn@PierceAtwood.com">rtdunn@PierceAtwood.com</a>  <a href="mailto:kkohm@PierceAtwood.com">kkohm@PierceAtwood.com</a></p>	<p><b>Architecture</b></p> <p>Massachusetts Board of Registration of Architects – <a href="http://www.mass.gov/ocabr/licensee/dpl-boards/ar">http://www.mass.gov/ocabr/licensee/dpl-boards/ar</a></p> <p>Licensing Statute – Mass. Gen. Laws C. 112 §§ 60A through 60P</p> <p>Licensing Regulations – 231 C.M.R. §§ 2 through 4.05</p>	<p>Massachusetts’s architect licensing statute does not require firms (either domestic or foreign) to obtain licenses to practice. 231 C.M.R. §4.04.</p> <p>However, pursuant to the Rules of Professional Conduct, if the name or business title of the firm is not the real name of the individual architects, then a fictional name must be registered. See 231 C.M.R. §4.03.</p> <p>Also, the practice of architecture by certain entities such as corporations, LLPs, PCs, and LLCs, have specific registration requirements pursuant to legislation other than the architect licensing statute. These entities must provide specific registration information to the Secretary of State in order to do business in Massachusetts including the practice of professional services like architecture:</p> <p>(1) limited liability partnership (LLP)                      (2) professional corporations (PC)                      (3) limited liability company (LLC)                      (4) corporations</p> <p>Mass. Gen. Laws C. 108A §§ 45-47 (LLP);                      Mass. Gen. Laws C. 156A §§ 4(a), 7 (PC);</p>	<p><b>Corporation, Partnership, or Joint Venture</b></p> <p>Although not requiring express licensure with the Board, a partnership, joint venture, or corporation may practice architecture provided it meets certain formation and control requirements:</p> <p>(1) any agreement to perform such architecture services must be executed on behalf of the partnership or corporation by the partner or partners, or by the officer or officers who shall be the registered architect or registered architects exercising professional and supervisory control for the services. Mass. Gen. Laws C. 112 § 60L(8); 231 C.M.R. §4.04(2), (3), (6).</p> <p>(2) at least one officer of the corporation (status established in the articles or by-laws), one partner of the partnership, or one member of the joint venture must be registered as an architect in Massachusetts; 231 C.M.R. §4.04(2), (3), (6).</p> <p>(3) All architectural services performed by that corporation, partnership, or joint venture must be performed by the Massachusetts-registered-architect officer, partner, or joint venture member, or by other individuals who perform such work under the responsible control of the Massachusetts-registered-architect officer, partner, or joint venture member. 231 C.M.R. §4.04(2), (3), (6).</p> <p><b>LLPs and LLCs</b></p> <p>Although not requiring express licensure with the Board, LLPs and LLCs, at the time of registration and in each annual report, are required to</p>

Massachusetts	Design Professional Regulation	Firm License	Corporate Formation Requirements
		<p>Mass. Gen. Laws C. 156C §§ 6, 65 (LLC);                      Mass. Gen. Laws C. 156D § 11                      (corporations); <u>see also</u> 231 C.M.R. §4.04                      (applicable to all entities practicing                      architecture)</p>	<p>provide to the Secretary of State:</p> <p>(1) the names of each of the partners or members who render professional service on behalf of the LLP or LLC in the Massachusetts and their business addresses, Mass. Gen. Laws C. 108A § 45(7)(a), Mass. Gen. Laws c. 156C § 6, 231 C.M.R. §4.04(4), (5),</p> <p>(2) a certificate from the appropriate regulating board or boards that each of the partners or members who render professional service on behalf of the LLP or LLC is duly licensed to render such service, Mass. Gen. Laws C. 108A § 45(7)(b), Mass. Gen. Laws C. 156C § 6, 231 C.M.R. §4.04(4), (5),</p> <p>(3) certification that each of the partners or members who render professional services on behalf of the LLP or LLC is duly licensed to render such services. Mass. Gen. Laws C. 108A § 45(7)(c), Mass. Gen. Laws C. 156C § 6, 231 C.M.R. §4.04(4), (5),</p> <p>(3) certification that the LLP or LLC is maintaining required amounts of insurance or participation in a capital program. Mass. Gen. Laws C. 108A § 45(8)(a), Mass. Gen. Laws c. 156C § 65, 231 C.M.R. §4.04(7).</p> <p>Out-of-state LLCs and LLPs architectural firms may provide services provided they meet the above requirements and also file a certificate with the Secretary of State to do business in-state. Mass. Gen. Laws C. 108A § 47(4)-(6) (LLPs); Mass. Gen. Laws C. 156C § 48(LLCs).</p>

Massachusetts	Design Professional Regulation	Firm License	Corporate Formation Requirements
			<p><b>PCs</b></p> <p>Although not requiring express licensure with the Board, PCs, at the time of registration in the articles and in the annual report must provide to the Secretary of State:</p> <p>(1) corporate purposes indicating the professional services to be rendered, Mass. Gen. Laws c. 156A § 7(a),</p> <p>(2) a certificate by the appropriate regulating board or boards that each of the incorporators, the president and any vice presidents, a majority of the directors and each shareholder is duly licensed to render a professional service permitted by the articles of organization of the corporation. Mass. Gen. Laws C. 156A §§ 7(c), 9.</p> <p>Out-of-state PC architectural firms may provide services provided they meet the above requirements and file also a certificate with the Secretary of State to do business in Massachusetts. Mass. Gen. Laws C. 156A §§ 7, 17.</p> <p><b>Exception</b></p> <p>There is a limited exception to the requirement of individual (and presumably an individual on behalf of a firm) registration: An architect who is not a resident of Massachusetts, but holds a certificate to practice in his/her home state may hold him/herself out to perform services in Massachusetts provided that before any services actually are performed, the out of state architect is registered. Mass. Gen. Laws C. 112 § 60L(9).</p>



Massachusetts	Design Professional Regulation	Firm License	Corporate Formation Requirements
	<p><b>Engineering</b></p> <p>Massachusetts Board of Registration of Professional Engineers and Professional Land Surveyors - <a href="http://www.mass.gov/ocabr/licensee/dpl-boards/en/">http://www.mass.gov/ocabr/licensee/dpl-boards/en/</a></p> <p>Licensing Statute – Mass. Gen. Laws C. 112 § § 81D through 81T</p> <p>Licensing Regulations – 250 C.M.R. 2.00 through 7.00</p>	<p>Massachusetts’s engineer licensing statute does not require firms to obtain licenses to practice. Mass. Gen. Laws C. 112 § 81R(f) (“co-partnership, corporation or joint stock association”); 250 C.M.R. §5.05; 250 C.M.R. 2.09 (“Business Entity is any sole proprietorship, partnership, corporation, association, limited liability company, limited liability partnership, or other organization or entity, whether for profit or not for profit, which provides or offers to provide engineering . . . services.”).</p> <p>That said, the practice of engineering by certain entities such as LLPs, LLCs, PCs, and corporations, may have specific registration requirements pursuant to legislation other than the engineer licensing statute. The following types of entities must provide specific registration information to the Secretary of State in order to do business in the state like practice professional services like engineering:</p> <p>(1) limited liability partnership (LLP)                  (2) professional corporations (PC)                  (3) limited liability company (LLC)                  (4) corporations                  Mass. Gen. Laws C. 108A §§ 45-47 (LLP);</p>	<p><b>Corporation, Partnership, or Joint Venture</b></p> <p>Although not requiring express licensure with the Board, a co-partnership, corporation or joint stock association may practice engineering provided that the person in direct charge, control, and supervision of the practice is a professional engineer holding a Massachusetts certificate of registration and is an active participant in the contracting, reporting, publishing, scheduling, etc. of professional services being offered by the firm. Mass. Gen. Laws C. 112 § 81R(f); 250 C.M.R. 5.02.</p> <p><b>LLPs and LLCs</b></p> <p>Although not requiring express licensure with the Board, LLPs and LLCs, at the time of registration and in each annual report, are required to provide to the Secretary of State:</p> <p>(1) the names of each of the partners or members who render professional service on behalf of the LLP or LLC in the Massachusetts and their business addresses, Mass. Gen. Laws C. 108A § 45(7)(a), Mass. Gen. Laws C. 156C § 6.</p> <p>(2) a certificate of the appropriate regulating board or boards that each of the partners or members who render professional service on behalf of the LLP or LLC is licensed, Mass. Gen. Laws C. 108A § 45(7)(b), Mass. Gen. Laws C. 156C § 6.</p> <p>(3) certification that each of the partners or members who render professional services on behalf of the LLP or LLC is licensed to render</p>

Massachusetts	Design Professional Regulation	Firm License	Corporate Formation Requirements
		<p>Mass. Gen. Laws C. 156A §§ 7 (PC); Mass. Gen. Laws C. 156C §§ 6, 65 (LLC); Mass. Gen. Laws C. 156 § 11 (corporations).</p>	<p>such services. Mass. Gen. Laws C. 108A § 45(7)(c), Mass. Gen. Laws C. 156C § 6.</p> <p>(3) certification that the LLP or LLC is maintaining required amounts of insurance or participation in a capital program. Mass. Gen. Laws C. 108A § 45(8)(a), Mass. Gen. Laws C. 156C § 65.</p> <p>Out-of-state LLC and LLP engineering firms may provide services provided they meet the above requirements and also file a certificate with the Secretary of State to do business in Massachusetts. Mass. Gen. Laws C. 108A § 47(4)-(6) (LLPs); Mass. Gen. Laws C. 156C § 48(LLCs)</p> <p><b>PCs</b></p> <p>Although not requiring express licensure with the Board, PCs, at the time of registration in the articles and in the annual report must provide the Secretary of State:</p> <p>(1) corporate purposes indicating the professional services to be rendered, Mass. Gen. Laws C. 156A § 7(a),</p> <p>(2) a certificate by the appropriate regulating board or boards that each of the incorporators, the president and any vice presidents, a majority of the directors and each shareholder is duly licensed to render a professional service permitted by the articles of organization of the corporation. Mass. Gen. Laws C. 156A § 7(c); 9.</p> <p>Out-of-state PC engineering firms may provide services provided they meet the above requirements and also file a certificate with the</p>

Massachusetts	Design Professional Regulation	Firm License	Corporate Formation Requirements
			<p>Secretary of State to do business in Massachusetts. Mass. Gen. Laws C. 156A §§ 7, 17.</p> <p><b>Exception</b></p> <p>There is a limited exception to the requirement of individual (and presumably an individual on behalf of a firm) registration: The practice of engineering by a person who is not a resident of Massachusetts or who does not have an established place of business in Massachusetts is permissible if (1) that practice does not exceed more than thirty (30) consecutive days in any calendar year, (2) the person is legally qualified by registration to practice engineering in his or her own state or country, (3) the person never was licensed in Massachusetts, and (4) the person applies for, receives, and pays a fee for a temporary permit. Mass. Gen. Laws C. 112, § 81R(b), (c); 250 C.M.R. 3.09.</p>

Michigan	Design Professional Regulation	Firm License	Corporate Formation Requirements
<p><b>Authors</b></p> <p>James R. Case, Esq.                      Jason C. Yert. Esq.                      KERR RUSSELL AND WEBER, PLC                      500 Woodward Ave.,                      Suite 2500                      Detroit, MI 48226                      (313) 961-0200  <a href="mailto:jcase@kerr-russell.com">jcase@kerr-russell.com</a>  <a href="mailto:jyert@kerr-russell.com">jyert@kerr-russell.com</a></p>	<p><b>Architecture and Engineering</b></p> <p>Michigan Department of Licensing and Regulatory Affairs</p> <p>Architects -  <a href="http://www.michigan.gov/lara/0,4601,7-154-35299_61343_35414_60647_35452---,00.html">http://www.michigan.gov/lara/0,4601,7-154-35299_61343_35414_60647_35452---,00.html</a></p> <p>Engineers -  <a href="http://www.michigan.gov/lara/0,4601,7-154-35299_61343_35414_60647_35472---,00.html">http://www.michigan.gov/lara/0,4601,7-154-35299_61343_35414_60647_35472---,00.html</a></p> <p>Licensing Statute – MCLA 339.2001, <i>et. seq.</i></p>	<p>Michigan only licenses individuals to practice professional engineering or architecture. Firms are not licensed to practice professional engineering or architecture.</p>	<p>Licensing requirements for design professionals limit, to some extent, a design professional’s scope of practice. MCLA 339.2010(1) limits the ability of a “firm” to practice architecture, professional engineering, or professional surveying unless two-thirds of the “principals” of the firm are licensed. “Firm” is defined as a “sole proprietorship, partnership, corporation, or limited liability company through which a person licensed under this article offers or provides a service to the public” [MCLA 339.2001(b)].</p> <p>However, a non-licensed design principal and his/her firm can apply and receive approval from the Michigan Department of Consumer and Industrial Services to engage in design practices if the conduct of the firm and its principals comply with rules promulgated by the department. MCLA 339.2010(2)].</p> <p>The Michigan Professional Service Corporation Act, MCL 450.221, <i>et seq.</i> is applicable to corporations offering architectural and professional engineering services. Each corporation organized under this act may only offer architectural and engineering services through individuals who are licensed or legal authorized to render the service.</p>

Minnesota	Design Professional Regulation	Firm License	Corporate Formation Requirements
<p><b>Author</b></p> <p>Kristine A. Kubes, Esq.                      KUBES LAW OFFICE, PLLC                      International Market Square                      275 Market Street                      Suite 566                      Minneapolis, MN 55405                      (612) 333-3262  <a href="mailto:kristine@kubeslaw.com">kristine@kubeslaw.com</a></p>	<p><b>Architecture</b></p> <p>Minnesota Board of Architecture, Engineering, Land Surveying, Landscape Architecture, Geoscience &amp; Interior Design (“AELSLAGID”)  <a href="http://mn.gov/aelslag/">http://mn.gov/aelslag/</a></p> <p>Licensing Statute:                      Minn. Stat. § 326.01-326.15</p> <p>Licensing Rules:                      Minn. Rules 1800 and 1805</p>	<p>MN does not license firms. Licenses are individually held by persons who meet the qualifications for licensure – education, examination, and experience.</p> <p>Only persons meeting the qualifications for licensure may practice, or offer to practice, architecture in the state of Minnesota.                      Minn. Stat. § 326.02, subd. 1.</p> <p>“Architect” is a protected term in Minnesota and may not be used except by a licensed architect.</p> <p>Requirements and procedures are set forth in Minn. Stat. Ch. 326 and in Minn. Rules 1800.1000-1300 and et seq.</p> <p>All licensees are required to comply with the Code of Professional Conduct at Minn. Rule 1805.0100-1600.</p>	<p>Because MN licenses individuals, not companies, it has authorized certain licensed professionals to form entities as professional firms. See Minn. Stat. § 326.14 and Minn. Stat. § 319B.02, subd. 5 (both allowing a corporation, partnership, or limited liability company to provide architectural services). In addition, the licensing statute requires that the person(s) connected with that entity, and in responsible charge of such work, be licensed to practice. Minn. Stat. § 326.14.</p> <p>In order to operate in MN as a firm offering professional services (such as architecture), a resident business entity must first be created under the MN Business Corporations Act (Minn. Stat. Ch. 302A); the MN Nonprofit Corporation Act (Minn. Stat. Ch. 317A); the MN Limited Liability Company Act (Minn. Stat. Ch. 322B); or the MN Limited Partnership Act (Minn. Stat. Ch. 323A). For requirements related to foreign business entities, see Minn. Stat. Ch. 303 (foreign corporations), Ch. 322B (LLCs), and Ch. 323A (LLPs).</p> <p>Then the firm must elect to be governed by the MN Professional Firms Act, Minn. Stat. Ch. 319B (“PFA”). Minn. Stat. § 319B.03, subd. 1. Where a term of the PFA conflicts with a term of the applicable business entity statute, the PFA controls. Minn. Stat. § 319B.03, subd. 4.</p> <p>Firms providing professional services and formed under the PFA must register annually with the Board that governs their conduct (here AELSLAGID) and pay an annual registration fee to the Secretary of State. Minn. Stat. § 319B.11, subds. 3, 4.</p>

Minnesota	Design Professional Regulation	Firm License	Corporate Formation Requirements
			<p>Individual members of professional firms are subject to the requirements of their respective licensing boards. Minn. Stat. §§ 319B.11, .14.</p> <p>Firms providing professional services and formed under the PFA must use a firm name that complies with statutory requirements. See Minn. Stat. 319B.05.</p> <p>As a general rule, professional service firms must be <i>owned</i> by persons or companies of persons who are authorized to furnish at least one category of the professional firm's pertinent professional services. See Minn. Stat. § 319B.07 for all categories/requirements. An owner may not sell, gift, assign, or transfer ownership to another unless that person/entity meets the requirements of ownership as laid out in Section 319B.07.</p> <p>As a general rule, professional service firms must be <i>governed</i> by one or more professionals, each of whom is licensed to furnish at least one category of the pertinent professional services; or by a surviving spouse of a deceased professional who was the sole owner of the professional firm, while the surviving spouse owns and controls the firm, but only during the period of time ending one year after the death of the professional. See Minn. Stat. § 319B.09.</p>
	<p><b>Engineering</b></p> <p>Minnesota Board of Architecture, Engineering, Land Surveying, Landscape Architecture,</p>	<p>MN does not license firms. Licenses are individually held by persons who meet the qualifications for licensure – education, examination, and experience.</p>	<p>Because MN licenses individuals, not companies, it has authorized certain licensed professionals to form entities as professional firms. See Minn. Stat. § 326.14 and Minn. Stat. § 319B.02, subd. 5 (both allowing a corporation, partnership, or limited liability company to provide architectural services). In addition, the</p>

Minnesota	Design Professional Regulation	Firm License	Corporate Formation Requirements
	<p>Geoscience &amp; Interior Design (“AELSLAGID”)  <a href="http://mn.gov/aelslag/">http://mn.gov/aelslag/</a></p> <p>Licensing Statute:                      Minn. Stat. § 326.01-326.15</p> <p>Licensing Rules:                      Minn. Rules 1800 and 1805</p>	<p>Only persons meeting the qualifications for licensure may practice, or offer to practice, engineering in the state of Minnesota.                      Minn. Stat. § 326.02, subd. 1.</p> <p>“Professional Engineer,” “PE” and “P.E.” are protected terms in Minnesota and may only be used by a licensed professional engineer.                      Minn. Stat. § 326.02, subd. 3.</p> <p>Requirements and procedures are set forth in Minn. Stat. Ch. 326 and in Minn. Rules 1800.2500-2900 and et seq.</p> <p>All licensees are required to comply with the Code of Professional Conduct at Minn. Rule 1805.0100-1600.</p>	<p>licensing statute requires that the person(s) connected with that entity, and in responsible charge of such work, be licensed to practice. Minn. Stat. § 326.14.</p> <p>In order to operate in MN as a firm offering professional services (such as engineering), a resident business entity must first be created under the MN Business Corporations Act (Minn. Stat. Ch. 302A); the MN Nonprofit Corporation Act (Minn. Stat. Ch. 317A); the MN Limited Liability Company Act (Minn. Stat. Ch. 322B); or the MN Limited Partnership Act (Minn. Stat. Ch. 323A). For requirements related to foreign business entities, see Minn. Stat. Ch. 303 (foreign corporations), Ch. 322B (LLCs), and Ch. 323A (LLPs).</p> <p>Then the firm must elect to be governed by the MN Professional Firms Act, Minn. Stat. Ch. 319B (“PFA”). Minn. Stat. § 319B.03, subd. 1. Where a term of the PFA conflicts with a term of the applicable business entity statute, the PFA controls. Minn. Stat. § 319B.03, subd. 4.</p> <p>Firms providing professional services and formed under the PFA must register annually with the Board that governs their conduct (here AELSLAGID) and pay an annual registration fee to the Secretary of State. Minn. Stat. § 319B.11, subds. 3, 4.</p> <p>Individual members of professional firms are subject to the requirements of their respective licensing boards. Minn. Stat. §§ 319B.11, .14.</p>

Minnesota	Design Professional Regulation	Firm License	Corporate Formation Requirements
			<p>Firms providing professional services and formed under the PFA must use a firm name that complies with statutory requirements. See Minn. Stat. 319B.05.</p> <p>As a general rule, professional service firms must be <i>owned</i> by persons or companies of persons who are authorized to furnish at least one category of the professional firm's pertinent professional services. See Minn. Stat. § 319B.07 for all categories/requirements. An owner may not sell, gift, assign, or transfer ownership to another unless that person/entity meets the requirements of ownership as laid out in Section 319B.07.</p> <p>As a general rule, professional service firms must be <i>governed</i> by one or more professionals, each of whom is licensed to furnish at least one category of the pertinent professional services; or by a surviving spouse of a deceased professional who was the sole owner of the professional firm, while the surviving spouse owns and controls the firm, but only during the period of time ending one year after the death of the professional. See Minn. Stat. § 319B.09.</p>



Mississippi	Design Professional Regulation	Firm License	Corporate Formation Requirements
<p><b>Authors</b></p> <p>Cable M. Frost, Esq.                      Marlena Pickering, Esq.                      BAKER, DONELSON, BEARMAN,                      CALDWELL &amp; BERKOWITZ, PC                      Meadowbrook Office Park                      4268 I-55 North                      Jackson, MS 39211                      (601) 351-2400  <a href="mailto:cfrost@bakerdonelson.com">cfrost@bakerdonelson.com</a>  <a href="mailto:mpickering@bakerdonelson.com">mpickering@bakerdonelson.com</a></p>	<p><b>Architecture</b></p> <p>Mississippi Board of Architecture <a href="http://www.archbd.state.ms.us">http://www.archbd.state.ms.us</a></p> <p>Licensing Statute – Miss. Code Ann. § 73-1-1 <i>et. seq.</i></p> <p>Licensing Regulations – Miss. State Board of Architecture Rules and Regulations (2014); Title 30, Part 201;</p> <p>Professional Corporation Act – Miss. Code Ann. § 73-10-1 <i>et. seq.</i></p> <p>Professional Limited Liability Company Act - Miss. Code Ann. § 79-29-901 <i>et. seq.</i></p> <p>Uniform Partnership Act - Miss. Code Ann. § 79-13-101 <i>et. seq.</i></p>	<p>Firms are not permitted to hold licenses to practice architecture. Licensure is issued to individuals only. Miss. State Bd. of Arch. Rule 3.2.12 (2014).</p> <p>"No stock company, corporation, professional corporation or professional limited liability company shall be entitled to a certificate to practice architecture." Miss. Code Ann. § 73-1-19.</p> <p>An architect can practice as a sole proprietor, or through a partnership, a professional corporation, a professional association, or a professional limited liability company.</p> <p>An individual architect must provide information to the State Board of Architecture as to the business entity through which the architect practices architecture in Mississippi.</p>	<p>An architect can practice through a professional corporation or association or through a professional limited liability company.</p> <p>Professional architectural corporations or associations are governed by Mississippi's Professional Corporations Act ("PCA"), subject to the following requirements:</p> <ol style="list-style-type: none"> <li>1. At least one active stockholder must hold a certificate to practice architecture in Mississippi; and</li> <li>2. Each stockholder, director and officer must hold a licensure for architecture or engineering in his or her state of residence; and</li> <li>3. Only licensed individuals are permitted to own stock in the professional architectural corporation or association.</li> </ol> <p>Professional architectural limited liability companies are governed by Mississippi's Professional Limited Liability Company Act ("PLLCA"), subject to the following additional requirements:</p> <ol style="list-style-type: none"> <li>1. At least one owner of a membership interest in the PLLC must hold a certificate to practice architecture in Mississippi; and</li> <li>2. Each owner of a membership interest and <b>any</b> managers of the PLLC must hold certificates to practice architecture in that person's state or</li> <li>3. residence; and</li> <li>4. Only licensed architects or licensed engineers practicing with a licensed architect are permitted to own</li> </ol>

Mississippi	Design Professional Regulation	Firm License	Corporate Formation Requirements
			<p>membership interests in or be a manager of a PLLC offering architectural services in Mississippi.</p> <p>Architectural partnerships are governed by Mississippi's Uniform Partnership Act of 1997 (UPA), subject to the following additional requirements:</p> <ol style="list-style-type: none"> <li>1. At least one active partner must hold a certificate to practice architecture in Mississippi; and</li> <li>2. Only licensed architects or licensed engineers practicing with a licensed architect are permitted to be active members of the partnership.</li> </ol>

Mississippi	Design Professional Regulation	Firm License	Corporate Formation Requirements
	<p><b>Engineering</b></p> <p>Mississippi Board of Licensure for Professional Engineers &amp; Surveyors <a href="http://www.pepls.state.ms.us/pepls/web.nsf">http://www.pepls.state.ms.us/pepls/web.nsf</a></p> <p>Licensing Statute – Miss. Code Ann. § 73-13-1 <i>et. seq.</i></p> <p>Licensing Regulations – Miss. Bd. of Licensure for Prof. Eng. and Surveyors Rules and Regulations of Procedures (2014); Title 30, Part 901</p> <p>Professional Corporation Act – Miss. Code Ann. § 73-10-1 <i>et. seq.</i></p> <p>Professional Limited Liability Company Act - Miss. Code Ann. § 79-29-901 <i>et. seq.</i></p> <p>Uniform Partnership Act - Miss. Code Ann. § 79-13-101 <i>et. seq.</i></p>	<p>The following types of entities require firm licensure to practice engineering:</p> <ol style="list-style-type: none"> <li>(1) A Professional Service Corporation;</li> <li>(2) A Corporation;</li> <li>(3) A General Partnership;</li> <li>(4) A Limited Partnership;</li> <li>(5) A Limited Liability Partnership;</li> <li>(6) A Limited Liability Company.</li> </ol> <p>Miss. Code Ann. § 73-13-3.</p> <p>A sole proprietorship owned and operated by a licensed engineer is not required to obtain a license.</p> <p>A professional association of licensed professional engineers is not required to obtain a license.</p> <p>Both the licensed sole proprietor and the licensees within a professional association are to maintain their individual licenses in active status and only offer the professional services for which they are licensed and qualified to provide.</p> <p>Miss. Code Ann. § 73-13-3.</p>	<p>To qualify to hold an Engineering Certificate of Authority, each Professional Service Corporation, Corporation, General Partnership, Limited Partnership, Limited Liability Partnership, and Limited Liability Company must designate at least one Mississippi-licensed Professional Engineer who is either a principal officer, partner, or the designated principal engineer of the firm with management responsibility for the firm's practice, and who makes significant technical and/or contractual judgments on behalf of the firm which would affect the firm's professional reputation and liability.</p> <p>A licensee who renders occasional, part-time or consulting services to a firm may not be designated as being responsible for the professional services of the firm. See PCA requirements above.</p>

Missouri	Design Professional Regulation	Firm License	Corporate Formation Requirements
<p><b>Author</b></p> <p>G. Edgar "Eddie" James, Esq.            Ryan Manies, Esq.            POLSINELLI PC            900 W. 48th Place, Suite 900            Kansas City, MO 64112            (816) 395-0661  <a href="mailto:ejames@polsinelli.com">ejames@polsinelli.com</a>  <a href="mailto:rmanies@polsinelli.com">rmanies@polsinelli.com</a></p>	<p><b>Architecture</b></p> <p>Missouri Board for Architects, Professional Engineers, Professional Land Surveyors, and Landscape Architects  <a href="http://pr.mo.gov/apelsla.asp">http://pr.mo.gov/apelsla.asp</a></p> <p>Licensing Statute – R.S.Mo. 327.091 <i>et. seq.</i></p> <p>Licensing Rules –  <a href="http://www.sos.mo.gov/adrules/csr/current/20csr/20csr.asp#20-2030">www.sos.mo.gov/adrules/csr/current/20csr/20csr.asp#20-2030</a></p>	<p>Missouri’s licensing laws are applicable to corporations as well as to natural persons. As used in Missouri’s licensing statutes, the term “corporation” means any:</p> <ol style="list-style-type: none"> <li>(1) General Business Corporation</li> <li>(2) Professional Corporation</li> <li>(3) Limited Liability Company</li> </ol> <p>Any licensed architect may also practice through the medium of a partnership.</p>	<p>The entitlement of any business entity to a certificate of authority to practice architecture is tied to the licensing of one or more of its individual members or employees.</p> <p>Any domestic or foreign corporation, having as one of its corporate purposes the practice of architecture, may render architectural services in Missouri if:</p> <ol style="list-style-type: none"> <li>(1) the directors of the corporation have assigned responsibility for the proper conduct of all architectural activities in Missouri to an architect licensed and authorized to practice in Missouri;</li> <li>(2) the person(s) who is personally in charge of and supervises the architectural activities of the corporation in Missouri is a duly licensed architect in Missouri; and</li> <li>(3) the corporation obtains and pays for a certificate of authority.</li> </ol> <p>Professional corporations may render professional services only through its officers, employees, and agents who are duly licensed to render that professional service.</p> <p>Unlike corporations, partnerships are not required to secure certificates of authority.</p>
	<p><b>Engineering</b></p> <p>Missouri Board for Architects, Professional Engineers, Professional</p>	<p>Missouri’s licensing laws are applicable to corporations as well as to natural persons. As used in Missouri’s licensing statutes, the term “corporation” means any:</p>	<p>The entitlement of any business entity to a certificate of authority to practice architecture is tied to the licensing of one or more of its individual members or employees.</p>

Missouri	Design Professional Regulation	Firm License	Corporate Formation Requirements
	<p>Land Surveyors, and Landscape Architects  <a href="http://pr.mo.gov/apelsla.asp">http://pr.mo.gov/apelsla.asp</a></p> <p>Licensing Statute – R.S.Mo. 327.181 <i>et. seq.</i></p> <p>Licensing Rules –  <a href="http://www.sos.mo.gov/adrules/csr/current/20csr/20csr.asp#20-2030">www.sos.mo.gov/adrules/csr/current/20csr/20csr.asp#20-2030</a></p>	<p>(1) General Business Corporation                      (2) Professional Corporation                      (3) Limited Liability Company</p> <p>Any licensed engineering may also practice through the medium of a partnership.</p>	<p>Any domestic or foreign corporation, having as one of its corporate purposes the practice of architecture, may render architectural services in Missouri if:</p> <ol style="list-style-type: none"> <li>(1) the directors of the corporation have assigned responsibility for the proper conduct of all architectural activities in Missouri to an architect licensed and authorized to practice in Missouri;</li> <li>(2) the person(s) who is personally in charge of and supervises the architectural activities of the corporation in Missouri is a duly licensed architect in Missouri; and</li> <li>(3) the corporation obtains and pays for a certificate of authority.</li> </ol> <p>Professional corporations may render professional services only through its officers, employees, and agents who are duly licensed to render that professional service.</p> <p>Unlike corporations, partnerships are not required to secure certificates of authority.</p>

Montana	Design Professional Regulation	Firm License	Corporate Formation Requirements
<p><b>Author</b></p> <p>Anna M. Bidegaray, Esq.            TARLOW &amp; STONECIPHER, PLLC            1705 West College Street            Bozeman, MT 59715-4913            (406) 586-9714  <a href="mailto:ABidegaray@lawmt.com">ABidegaray@lawmt.com</a></p>	<p><b>Architecture</b></p> <p>Montana Board of Architects and Landscape Architects (“MTBALA”)  <a href="http://www.architect.mt.gov">www.architect.mt.gov</a></p> <p>Licensing Statute:            Mont. Code Ann. § 37-65-301 <i>et. seq.</i></p> <p>Licensing Regulations:            ARM 24.114 <i>et. Seq.</i></p>	<p>Pursuant to § 37-65-302 Mont. Code Ann.:            No firm, company, partnership, association, corporation, or other similar organization shall be licensed as an architect. Only individuals shall be licensed as architects, but a number of architects constituting a firm may use the collective title “architects” or “licensed architects”.</p>	<p>None.</p>
	<p><b>Engineering</b></p> <p>Montana Board of Professional Engineers and Professional Land Surveyors (“MTBELS”)  <a href="http://www.engineer.mt.gov">www.engineer.mt.gov</a></p> <p>Licensing Statute:            Mont. Code Ann. § 37-67-301 <i>et. seq.</i></p> <p>Licensing Regulations:            ARM 24.183 <i>et. seq.</i></p>	<p>Pursuant to § 37-67-320 Mont. Code Ann.:            (1) A sole proprietorship, firm, partnership, or corporation:                (a) May engage in the practice of engineering in this state if the sole proprietor or any member of the firm, partnership, or corporation who is in responsible charge* of engineering performed in this state is a professional engineer, as appropriate:                (b) must have a professional engineer in residence who is in responsible charge of the engineering conducted in the office or place of engineering; and</p>	<p>None.</p>

Montana	Design Professional Regulation	Firm License	Corporate Formation Requirements
		<p>(c) shall obtain a certificate of authorization from the board before engaging in the practice of engineering.</p> <p>(2) The provisions of subsection (1) do not apply to sole proprietorships, firms, partnerships, or corporations that are engaged in the practice of engineering for their own benefit and do not practice or offer engineering services to others.</p> <p>*Responsible Charge is defined in ARM 24.183.301</p>	

Nebraska	Design Professional Regulation	Firm License	Corporate Formation Requirements
<p><b>Author</b></p> <p>Bruce Gerhardt, Esq.                      HDR, Inc.                      8404 Indian Hills Dr.                      Omaha, NE 68114                      (402) 399-1055  <a href="mailto:bruce.gerhardt@hdrinc.com">bruce.gerhardt@hdrinc.com</a></p>	<p><b>Architecture and Engineering</b></p> <p>Nebraska Board of Engineers and Architects  <a href="http://www.ea.nebraska.gov">http://www.ea.nebraska.gov</a></p> <p>Licensing Statute – Neb. Rev. Stat. § 81-3436.</p> <p>Licensing Rules – Neb. Admin. Code § 110, Ch. 7.</p> <p>Professional Corporation Act – Neb. Rev. Stat. § 21-2201.</p>	<p>Any organization (partnership, limited liability company, corporation, professional corporation, or other form of business entity but not including public service providers) that practices or offers to practice for others architecture or engineering through individuals licensed under the Engineers and Architects Regulation Act must obtain a certificate of authorization by the Board of Engineers and Architects.</p>	<p>There are no specific requirements in Nebraska for the corporate formation of an architecture or engineering firm. Firms are permitted to practice under all types of business entities.</p> <p>Although architectural or engineering firms are not required to operate as a professional corporation in Nebraska, there are additional corporate governance requirements if they elect to do so. A professional corporation must have a certificate of registration from the regulating board for the profession, only licensed professionals may be shareholders, and a professional corporation may only be formed to provide one type of professional service.</p>



Nevada	Design Professional Regulation	Firm License	Corporate Formation Requirements
<p><b>Author</b></p> <p>Michael W. Wadley, Esq.  HOLLAND &amp; HART LLP  9555 Hillwood Drive  Las Vegas, NV 89134  (702) 669-4600  <a href="mailto:mwwadley@hollandhart.com">mwwadley@hollandhart.com</a></p>	<p><b>Architecture</b></p> <p>Nevada State Board of Architecture, Interior Design and Residential Design <a href="http://www.nsbaidrd.state.nv.us">http://www.nsbaidrd.state.nv.us</a></p> <p>Licensing Statute – Nevada Revised Statutes, Chapter 623</p> <p>Licensing Regulations- Nevada Administrative Code, Chapter 623</p> <p>Adopted Regulations of the State Board of Architecture, interior Design and Residential Design – <a href="http://nsbaidrd.state.nv.us/uploads/R076-13A.pdf">http://nsbaidrd.state.nv.us/uploads/R076-13A.pdf</a></p> <p>Licensing Rules – <a href="http://www.nsbaidrd.state.nv.us/uploads/register-architects/Arch-Rules-of-Conduct-08-09.pdf">http://www.nsbaidrd.state.nv.us/uploads/register-architects/Arch-Rules-of-Conduct-08-09.pdf</a></p> <p>Professional Entities and Associations Act, NRS, Chapter 89</p>	<p>All types of business entities (partnership, corporation, limited-liability company or other forms of business organization or association) must obtain firm licensure before practicing architecture in Nevada. NRS 623.349.</p> <p>Steps for licensure are as follows:</p> <ol style="list-style-type: none"> <li>1. Demonstrate to the Board that the applying entity is in compliance with all provisions of NRS 623.349.</li> <li>2. Pay the fee for a certificate of registration pursuant to NRS 623.310.</li> <li>3. Qualify to do business in the State of Nevada.</li> <li>4. If the applying entity is a corporation, register with the Board and furnish to the Board a complete list of all stockholders when the company first files with the Board and annually thereafter.</li> <li>5. If the applying entity is a partnership, limited-liability company or other form of business organization or association, register with the Board and furnish to the Board a complete list of members of the applying entity when the entity first files with the Board and</li> </ol>	<p>Architects may join or form a partnership, corporation, limited-liability company or other business organization or association with registrants and licensees outside of their field of practice, or with persons who are not registered or licensed, if control and two-thirds ownership of the business organization or association is held by persons registered or licensed in the State of Nevada. NRS 623.349.</p> <p>Each office or place of business in Nevada of any partnership, corporation, limited-liability company or other forms of business organization or association that engages in the practice of architecture must have an architect who is a resident of the State of Nevada and who holds a certificate of registration issued by Nevada regularly working in the office of place of business and having responsible control for the architectural work conducted in the office or place of business. NRS 623.350(1).</p> <p>The requirement in NRS 623.350(1) does not apply to partnerships, corporations, limited-liability companies or other forms of business organizations or associations that engage in the practice of architecture at offices established for construction</p>

Nevada	Design Professional Regulation	Firm License	Corporate Formation Requirements
		<p>annually thereafter. NRS 623.349.</p>	<p>administration. NRS 623.350(1).</p> <p>Architects may organize a professional entity in the manner provided for organizing a professional entity or association pursuant to chapter 89 of NRS. A professional entity may be organized to render a professional service relating to: architecture, interior design, residential design, engineering and landscape architecture, or any combination thereof. Except as otherwise provided by law, a professional association may render professional service only through its members and employees who are licensed or otherwise authorized by law to render the professional service.</p>

Nevada	Design Professional Regulation	Firm License	Corporate Formation Requirements
	<p><b>Engineering</b></p> <p>Nevada State Board of Professional Engineers &amp; Land Surveyors - <a href="http://www.nvboe.org/">http://www.nvboe.org/</a></p> <p>Licensing Statutes – Nevada Revised Statute, Chapter 625</p> <p>Licensing Regulations- Nevada Administrative Code, Chapter 625</p> <p>Professional Entities and Associations Act, NRS, Chapter 89</p>	<p>All types of business entities (corporation, limited liability company, partnership, etc.) must obtain firm licensure before practicing engineering in Nevada. NAC 625.425.</p> <p>Steps for Firm Licensure:</p> <p>The steps required for obtaining firm licensure are as follows:</p> <ol style="list-style-type: none"> <li>1. File an application for registration with the Board.</li> <li>2. Pay a fee of \$50.</li> </ol> <p>Responsible Charge Professional:</p> <p>Each firm licensed with the board must designate one professional engineer who is in responsible charge of the work provided by the firm (he is not required to be a principal of the firm). NAC 625.425(2).</p>	<p>Engineering firms are permitted to practice under all types of business entities.</p> <p>A firm engaged in the practice of engineering must employ at least one professional engineer at each place of business where the work will be performed. All engineering work done at a place of business must be performed under a professional engineer, who has been placed in responsible charge of the work and who is employed full-time at that particular place of business. NRS 625.407(1).</p> <p>Professional engineers may join or form a partnership, corporation, limited-liability company or other business organization or association with registrants and licensees outside of their field of practice, or with persons who are not registered or license. NRS 625.407(4).</p> <p>The requirements in NRS 625.407 do not apply to a firm, partnership, corporation or other person who: (1) practices professional engineering for his or her benefit and does not engage in the practice of professional engineering or offer professional engineering series to other persons; and (2) is</p>

Nevada	Design Professional Regulation	Firm License	Corporate Formation Requirements
			<p>engaged in the practice of professional engineering in offices established for limited or temporary purposes, including offices established for the convenience of filed survey crews or for inspecting construction. NRS 625.407(5).</p> <p>Engineers may organize a professional entity in the manner provided for organizing a professional entity or association pursuant to chapter 89 of NRS. A professional entity may be organized to render a professional service relating to: architecture, interior design, residential design, engineering and landscape architecture, or any combination thereof. Except as otherwise provided by law, a professional association may render professional service only through its members and employees who are licensed or otherwise authorized by law to render the professional service.</p>

New Hampshire	Design Professional Regulation	Firm License	Corporate Formation Requirements
<p><b>Author</b></p> <p>Patricia A. Harris, Esq.  ZETLIN &amp; DE CHIARA LLP  801 2nd Avenue  New York NY 10017  (212) 682-6800  <a href="mailto:pharris@zdlaw.com">pharris@zdlaw.com</a></p>	<p><b>Architecture</b></p> <p>New Hampshire Secretary of State,  Corporation Division,  <a href="http://www.sos.nh.gov/corporate/Forms.html">http://www.sos.nh.gov/corporate/Forms.html</a></p> <p>State of New Hampshire Board of Architects,  <a href="http://www.nh.gov/jtboard/arch.htm">http://www.nh.gov/jtboard/arch.htm</a></p> <p>Architect Licensing Statute – N. Ha. Code RSA §310-A:28, <i>et seq.</i></p> <p>Administrative Rules – N. Ha. Admin. Rules, Arch 100 - 500</p>	<p>Architectural services may be offered by:</p> <ol style="list-style-type: none"> <li>(1) Sole Proprietorship</li> <li>(2) Limited Partnership – Domestic or Foreign</li> <li>(3) Registered Limited Liability Partnership – Domestic or Foreign</li> <li>(4) Limited Liability Company – Domestic or Foreign</li> <li>(5) Professional Limited Liability Company (“PLLC”) – Domestic or Foreign</li> <li>(6) Corporation – Domestic or Foreign</li> <li>(7) Professional Corporation – Domestic or Foreign (“PC”)</li> </ol> <p>Entity Organization:</p> <p>Domestic and foreign architecture firms must obtain a Certificate of Authorization from the Board of Architects, N. Ha. Code RSA §310-A:42-a (I) (domestic), N. Ha. Code RSA §310-A:42-a (V) (foreign) and then file organizational documents with the New Hampshire Secretary of State.</p>	<p>At least one officer of a corporation or at least one general partner or associate must be designated as responsible for architectural activities and decisions of the business organization and such individual must be licensed in New Hampshire, N. Ha. Code RSA §310-A:42-a (I)(a).</p> <p>Specific PLLC rules:</p> <ul style="list-style-type: none"> <li>• All members of domestic PLLCs must be (i) natural persons authorized by N. Ha., some other state, territory, or any foreign country to render professional services or (ii) certain other business organizations with proscribed ownership structures, N. Ha. Code RSA §304-D:7.</li> <li>• Each manager and all officers, other than the secretary/asst. secretary and treasurer/asst. treasurer must be qualified persons, N. Ha. Code RSA §304-D:12.</li> <li>• All members and managers of a foreign PLLC who practice in N. Ha. must be qualified persons, N. Ha. Code RSA §304-D:16, §304-D:1(VII).</li> </ul> <p>Specific PC rules:</p> <ul style="list-style-type: none"> <li>• All members of domestic PCs must be (i) natural persons authorized by N. Ha. or some other state or territory to render professional services or (ii)</li> </ul>

New Hampshire	Design Professional Regulation	Firm License	Corporate Formation Requirements
			<ul style="list-style-type: none"> <li>• certain other business organizations with proscribed ownership structures, N. Ha. Code RSA §294-A:8.</li> <li>• Not less than ½ of the directors and all officers, other than the secretary/asst. secretary and treasurer/asst. treasurer must be qualified persons, N. Ha. Code RSA §294-A:20 (domestic), RSA §294-A:25 (foreign).</li> </ul>
	<p><b>Engineering</b></p> <p>New Hampshire Secretary of State, Corporation Division,  <a href="http://www.sos.nh.gov/corporate/Forms.html">http://www.sos.nh.gov/corporate/Forms.html</a></p> <p>Engineering Licensing Statute – N. Ha. Code RSA §310-A:1, <i>et seq.</i> Joint Board of Licensure and Certification; Administrative Rules – N. Ha. Admin. Rules, Eng 100 - 500</p> <p>State of New Hampshire Board of Professional Engineers,  <a href="http://www.nh.gov/itboard/pe.htm">http://www.nh.gov/itboard/pe.htm</a></p>	<p>Engineering/land surveying services may be offered by:</p> <ol style="list-style-type: none"> <li>(1) Sole Proprietorship</li> <li>(2) Limited Partnership – Domestic or Foreign</li> <li>(3) Limited Liability Partnership – Domestic or Foreign</li> <li>(4) Limited Liability Company – Domestic or Foreign</li> <li>(5) Professional Limited Liability Company (“PLLC”) – Domestic or Foreign</li> <li>(6) Corporation – Domestic or Foreign</li> <li>(7) Professional Corporation – Domestic or Foreign</li> </ol> <p>Domestic and foreign engineering firms must obtain a Certificate of Authorization from the Board of Professional Engineers, N. Ha. Code RSA §310-A:20 (III) (domestic),</p>	<p>At least one officer of a corporation or at least one general partner or associate must be designated as responsible for engineering activities and decisions of the business organization and such individual must be licensed in New Hampshire, N. Ha. Code RSA §310-A:20 (I)(a).</p> <p>Specific PLLC rules:</p> <ul style="list-style-type: none"> <li>• All members of domestic PLLCs must be (i) natural persons authorized by N. Ha., some other state, territory, or any foreign country to render professional services or (ii) certain other business organizations with proscribed ownership structures N. Ha. Code RSA §304-D:7.</li> <li>• Each manager and all officers, other than the secretary/asst. secretary and treasurer/asst. treasurer must be qualified persons, N. Ha. Code RSA §304-D:12.</li> </ul>

New Hampshire	Design Professional Regulation	Firm License	Corporate Formation Requirements
		<p>N. Ha. Code RSA §310-A:20 (V) (foreign) and then file organizational documents with the New Hampshire Secretary of State.</p>	<ul style="list-style-type: none"> <li>• All members and managers of a foreign PLLC who practice in N. Ha. must be qualified persons, N. Ha. Code RSA §304-D:16, §304-D:1(VII).</li> </ul> <p>Specific PC rules:</p> <ul style="list-style-type: none"> <li>• All members of domestic PCs must be (i) natural persons authorized by N. Ha. or some other state or territory to render professional services or (ii) certain other business organizations with proscribed ownership structures N. Ha. Code RSA §294-A:8.</li> <li>• Not less than ½ of the directors and all officers, other than the secretary/asst. secretary and treasurer/asst. treasurer must be qualified persons, N. Ha. Code RSA §294-A:20 (domestic), RSA §294-A:25 (foreign).</li> </ul>

New Jersey	Design Professional Regulation	Firm License	Corporate Formation Requirements
<p><b>Author</b></p> <p>Eric Morgenweck, Esq.  ZETLIN &amp; DE CHIARA LLP  801 2nd Avenue  New York NY 10017  212.682.6800  <a href="mailto:emorgenweck@zdlaw.com">emorgenweck@zdlaw.com</a></p>	<p><b>Architecture</b></p> <p>New Jersey State Board of Architects (“NJ Arch. Board”)  <a href="http://www.njconsumeraffairs.gov/arch/">http://www.njconsumeraffairs.gov/arch/</a></p> <p>N.J. Administrative Code (“N.J.A.C.”), Title 13, Law and Public Safety, Chapter 27, New Jersey State Board of Architects</p> <p>Licensing Statute – N.J. Statutes Annotated (“N.J.S.A.”), Title 45, Professions and Occupations, Chapter 3, Architects</p> <p>Professional Service Corporation Act - N.J.S.A. § 14A, Chapter 17</p> <p>Uniform Partnership Act (Partnerships and Limited Liability Partnerships) – N.J.S.A. § 42:1A-1 <i>et seq.</i></p> <p>Revised Uniform Limited Liability Company Act – N.J.S.A. § 42:2C-1 <i>et seq.</i>  Corporations, General – N.J.S.A. § 14A:1-1 <i>et seq.</i></p>	<p>Architectural services may be offered by:</p> <ol style="list-style-type: none"> <li>(1) Sole Proprietorship</li> <li>(2) Partnership</li> <li>(3) Professional Corporation (“PC”)</li> <li>(4) Limited Liability Partnership (“LLP”)</li> <li>(5) Limited Liability Company (“LLC”)</li> <li>(6) Corporation (“Corp.”)</li> </ol> <p>Corporate Filings are done through the NJ Department of Treasury</p> <p>The entity is formed first with the NJ Treasury Department. Once a Corp. or LLC is formed, it must obtain a certificate of authorization (“COA”) from the NJ Arch. Board before it can practice architecture.</p>	<p>“Closely allied professionals” or “CAPs” are licensed architects, professional engineers, land surveyors, professional planners, licensed landscape architects, and persons that provide space planning services, interior design services or the substantial equivalent thereof. (N.J.A.C. § 13:21-3.1).</p> <p>All shareholders of a PC must be individually licensed architects, or comprised of CAPs (N.J.S.A. § 14A:17-5). Foreign architectural PCs are not permitted.</p> <p>All partners in a LLP must be NJ licensed architects, or comprised of CAPs (N.J.S.A. § 14A:17-5)</p> <p>A LLC practicing architecture requires at least: (a) 2/3rds of the directors are licensed architects; and (b) 2/3rds of the members are licensed architects. At least one NJ licensed architect must serve as the architect in “responsible charge.” Can also be formed by an architect and CAPs, where at least (a) 2/3rds of the directors are licensed architects or CAPs, with at least one director a licensed architect; and (b) 2/3rds of the members are licensed architects or CAPs. A minimum of 20% of the membership interest must be owned by licensed architects. Needs to obtain a COA.</p> <p>A Corp. practicing architecture requires that: (a) 2/3rds of the directors are licensed architects; and (b) 2/3rds of the shareholders are licensed architects. At least one NJ licensed architect must serve as the architect in “responsible</p>



New Jersey	Design Professional Regulation	Firm License	Corporate Formation Requirements
			<p>charge.” Can also be formed by an architect with CAPs, with at least (a) 2/3rds of the directors are licensed architects and CAP, with at least one director a licensed architect; and (b) 2/3rds of the shareholders are licensed architects or CAPs. A minimum of 20% of the membership interest must be owned by licensed architects. Needs to obtain a COA.</p>
	<p><b>Engineering</b></p> <p>New Jersey State Board of Professional Engineers and Land Surveyors (“NJ Eng. Board”)  <a href="http://www.njconsumeraffairs.gov/pels/">http://www.njconsumeraffairs.gov/pels/</a></p> <p>N.J. Administrative Code (“N.J.A.C.”), Title 13, Law and Public Safety, Chapter 40, State Board of Professional Engineers and Land Surveyors</p> <p>Licensing Statute – N.J. Statutes Annotated (“N.J.S.A.”), Title 45, Professions and Occupations, Chapter 8, Engineers, Professional, and Land Surveyors</p> <p>Professional Service Corporation Act - N.J.S.A. § 14A, Chapter 17</p>	<p>Engineering services may be offered by:</p> <ol style="list-style-type: none"> <li>(1) Sole Proprietorship</li> <li>(2) Partnership</li> <li>(3) Professional Corporation (“PC”)</li> <li>(4) Limited Liability Partnership (“LLP”)</li> <li>(5) Limited Liability Company (“LLC”)</li> <li>(6) Corporation (“Corp.”)</li> </ol> <p>Corporate Filings are done through the NJ Department of Treasury</p> <p>The entity is formed first with the NJ Treasury Department. Once a Corp. or LLC is formed, it must obtain a certificate of authorization (“COA”) from the NJ Eng. Board before it can practice engineering.</p>	<p>“Closely allied professionals” (“CAPs”) are licensed architects, professional engineers, land surveyors, landscape architects, and professional planners. (N.J.A.C. § 13:40-1.3).</p> <p>All shareholders of a PC must be individually licensed architects in NJ, or comprised of CAPs (N.J.S.A. § 14A:17-5). Foreign engineering PCs are not permitted.</p> <p>All partners in a LLP must be individually licensed engineers in NJ, or comprised of CAP (N.J.S.A. § 14A:17-5).</p> <p>A LLC practicing engineering requires that the LLC must have: (a) at least one of the LLC’s full-time employees is a licensed engineer in “responsible charge” of the professional services; or (b) the LLC has entered into a written contract with a NJ professional engineer to be in responsible charge before the LLC can offer to provide the services. Can also be formed by an engineer and CAPs. Needs to obtain a COA.</p> <p>A Corp. practicing engineering requires that the Corp. must have: (a) at least one of the Corp.’s full-time employees is a licensed engineer in responsible charge of the professional services; or (b) the Corp. has entered into a written contract</p>

New Jersey	Design Professional Regulation	Firm License	Corporate Formation Requirements
	<p>Uniform Partnership Act (Partnerships and Limited Liability Partnerships) – N.J.S.A. § 42:1A-1 <i>et seq.</i></p> <p>Revised Uniform Limited Liability Company Act – N.J.S.A. § 42:2C-1 <i>et seq.</i></p> <p>Corporations, General - – N.J.S.A. § 14A:1-1 <i>et seq.</i></p>		<p>with a NJ professional engineer to be in responsible charge before the Corp. can offer to provide the services. Can also be formed by an engineer with CAPs. Needs to obtain a COA.</p>

New Mexico	Design Professional Regulation	Firm License	Corporate Formation Requirements
<p><b>Author</b></p> <p>Michael F. Menicucci, Esq.                      CALVERT MENICUCCI, P.C.                      8900 Washington St. NE                      Ste. "A"                      Albuquerque, NM 87113                      (505) 247-9100  <a href="mailto:mmenicucci@hardhatlaw.net">mmenicucci@hardhatlaw.net</a></p>	<p><b>Architecture</b></p> <p>New Mexico Board of Examiners for Architects ("NMBEA")  <a href="http://www.nmbea.org">http://www.nmbea.org</a></p> <p>Licensing Statute – N.M. Stat. Ann. § 61-15-1 <i>et seq.</i></p> <p>Licensing Regulations – 16 NMAC Chapter 30</p> <p>Professional Corporation Act – N.M. Stat Ann. § 53-6-1 <i>et. seq.</i></p>	<p>No sole proprietorship, partnership, corporation or other entity may be registered under the Architectural Act.</p> <p>A registered architect may practice through a partnership, provided at least one of the partners is a registered architect, and all plans, designs, drawings, or specifications issued by the partnership are stamped by a registered architect who is responsible for the work.</p> <p>Any other type of business entity may provide architectural services, provided the registered architect who is responsible for the work is an employee of the business entity with authority to bind the business entity. All plans and designs must bear the seal of the registered architect, and the architect in responsible charge of the business entity must provide the NMBEA with an affidavit reflecting the authority necessary under the Architectural Act.</p>	<p>As no business entity may be registered to practice architecture, the form of business entity is not regulated, and a firm may organize as a sole proprietorship, partnership, corporation, limited liability company or professional corporation.</p> <p>While not required, a firm may elect to incorporate as a professional corporation pursuant to the Professional Corporation Act ("PCA"). The PCA places significant additional limitations on the ownership and transfer of shares in the corporation.</p> <p>The PCA requires that a P.C. or P.A. be incorporated for a single purpose for which professional licensure is required. The P.C. or P.A. may only provide that professional service and "ancillary services", although the P.C. or P.A. may own real and personal property necessary for the provision of the professional service.</p> <p>The PCA provides that shares in a P.C. or P.A. may only be held by individuals licensed and registered to perform the professional service. If a firm wishes to provide architectural services, but allow for the ownership of an interest in the firm by other than registered architects, it must be organized as a partnership, business corporation or limited liability company.</p>

New Mexico	Design Professional Regulation	Firm License	Corporate Formation Requirements
	<p><b>Engineering</b></p> <p>New Mexico State Board of Licensure for Professional Engineers and Surveyors (“SBLPES”)  <a href="http://www.sblpes.state.nm.us">http://www.sblpes.state.nm.us</a></p> <p>Licensing Statute – N.M. Stat. Ann. § 61-23-1 <i>et. seq.</i></p> <p>Licensing Regulations – 16 NMAC Chapter 39</p> <p>Professional Corporation Act – N.M. Stat. Ann. § 53-6-1 <i>et. seq.</i></p>	<p>No firm, partnership, corporation or joint stock association may be registered or licensed to perform engineering in the State of New Mexico.</p> <p>A professional engineer may engage in the practice of engineering through a partnership, provided at least one of the partners is a professional engineer and all plans, designs, drawings, specifications or reports are stamped by a professional engineer in responsible charge of the work.</p> <p>A corporation or joint stock association may offer engineering services, provided that the person in responsible charge is a professional engineer who has authority to bind the entity and that all plans, drawings, designs, specifications or reports are stamped by a professional engineer in responsible charge of the work.</p>	<p>As no business entity may be registered to practice engineering, the form of business entity is not regulated, and a firm may organize as a sole proprietorship, partnership, corporation, professional corporation or joint stock association.</p> <p>While not required, a firm may elect to incorporate as a professional corporation pursuant to the Professional Corporation Act (“PCA”). The PCA places significant additional limitations on the ownership and transfer of shares in the corporation.</p> <p>The PCA requires that a P.C. or P.A. be incorporated for a single purpose for which professional licensure is required. The P.C. or P.A. may only provide that professional service and “ancillary services”, although the P.C. or P.A. may own real and personal property necessary for the provision of the professional service.</p> <p>The PCA provides that shares in a P.C. or P.A. may only be held by individuals licensed and registered to perform the professional service. If a firm wishes to provide engineering services, but allow for the ownership of an interest in the firm by other than registered engineers, it must be organized as a partnership, business corporation or joint stock association.</p>

New York	Design Professional Regulation	Firm License	Corporate Formation Requirements
<p><b>Author</b></p> <p>Eric Morgenweck, Esq.                      ZETLIN &amp; DE CHIARA LLP                      801 2nd Avenue                      New York NY 10017                      212.682.6800  <a href="mailto:emorgenweck@zdlaw.com">emorgenweck@zdlaw.com</a></p>	<p><b>Architecture</b></p> <p>New York State Education Department, Office of the Professions, Architectural Board (“Ed. Dept.”)  <a href="http://www.op.nysed.gov/prof/arch/">http://www.op.nysed.gov/prof/arch/</a></p> <p>Licensing Statute – N.Y. Education Law, Article 147, Architecture <i>et seq.</i> (“Ed. Law”)</p>	<p>The following types of entities require Ed. Dept. approval prior to the practice of architecture and filing of formation documents with the NY Secretary of State:</p> <ol style="list-style-type: none"> <li>(1) Professional Corporation (“PC”)</li> <li>(2) Professional Service Limited Liability Company (“PLLC”)</li> <li>(3) Registered Limited Liability Partnership (“LLP”)</li> <li>(4) Design Professional Service Corporation (“DPC”)</li> </ol> <p>The following types of practices do not require Ed. Dept. approval prior to practice of architecture:</p> <ol style="list-style-type: none"> <li>(1) Sole Proprietor</li> <li>(2) General Partnership</li> <li>(3) Limited Partnership</li> </ol>	<p>A PC that practices professional architecture in NY is governed by the Business Corporations Law, Article 15 (“BCL”). The BCL requires that in an architectural PC all shareholders, officers and directors must be NY licensed architects. Under BCL Article 15-A, a foreign PC that wants to qualify in NY requires that only the individual (a shareholder) providing the professional services in NY be licensed in NY, however, each shareholder, officer and director must be licensed in some jurisdiction. Only individuals are permitted to be shareholders.</p> <p>A PLLC that practices professional architecture in NY is governed by the Limited Liability Company Law (“LLC Law”), Article 12. The LLC Law requires that in an architectural PLLC all members and managers must be NY licensed architects. Under LLC Law, Article 13, a foreign PLLC can qualify to provide professional architectural services in NY provided that all members and managers are licensed in NY and original jurisdiction.</p> <p>A LLP that practices professional architecture in NY is governed by the NY Partnership Law, Article 8-B (“Part. Law”). The Part. Law requires that in an architectural LLP all partners must be NY licensed architects. A foreign LLP can qualify to provide professional architectural services in NY provided that all partners are NY licensed architects.</p> <p>A DPC that practices professional architecture in NY is governed by the Business Corporations Law, Article 15</p>

New York	Design Professional Regulation	Firm License	Corporate Formation Requirements
			<p>("BCL"). The BCL requires that in an architectural DPC greater than 75% of the shareholders, officers and directors must be NY licensed architects, and less than 25% can be unlicensed employees. Only individuals are permitted to be shareholders.</p> <p>The Ed. Law. includes an exemption from its requirements for "grandfathered" corporations which prior to April 12, 1929 were permitted by law to practice architecture and continually in operation.</p> <p>The Ed. Dept. requires that the name of the PC, DPC, PLLC, or LLP include some form of the word "architecture" in its name.</p>
	<p><b>Engineering</b></p> <p>New York State Education Department, Office of the Professions, Engineering Board ("Ed. Dept.")  <a href="http://www.op.nysed.gov/prof/pels/pelaw.htm">http://www.op.nysed.gov/prof/pels/pelaw.htm</a></p> <p>Licensing Statute – N.Y. Education Law, Article 145, Engineering <i>et. seq.</i> ("Ed. Law")</p>	<p>The following types of entities require Ed. Dept. approval prior to practice of engineering and filing of formation documents with the NY Secretary of State:</p> <ol style="list-style-type: none"> <li>(1) Professional Corporation ("PC")</li> <li>(2) Professional Service Limited Liability Company ("PLLC")</li> <li>(3) Registered Limited Liability Partnership ("LLP")</li> <li>(4) Design Professional Service Corporation ("DPC")</li> </ol>	<p>A PC that practices professional engineering in NY is governed by the Business Corporations Law, Article 15 ("BCL"). The BCL requires that in an engineering PC all shareholders, officers and directors must be NY licensed engineers. Under BCL Article 15-A, a foreign PC that wants to qualify in NY requires that only the individual (a shareholder) providing the professional services in NY be licensed in NY, however, each shareholder, officer and director must be licensed in some jurisdiction. Only individuals are permitted to be shareholders.</p> <p>A PLLC that practices professional engineering in NY is governed by the Limited Liability Company Law ("LLC Law"), Article 12. The LLC Law requires that in an engineering PLLC all members and managers must be NY licensed engineers. Under LLC Law, Article 13, a foreign PLLC can qualify to</p>

New York	Design Professional Regulation	Firm License	Corporate Formation Requirements
		<p>The following types of practices do not require Ed. Dept. approval prior to practice of engineering:</p> <ol style="list-style-type: none"> <li>(1) Sole Proprietor</li> <li>(2) General Partnership</li> <li>(3) Limited Partnership</li> </ol> <ul style="list-style-type: none"> <li>• <b><i>After filing the formation documents with the NY Secretary of State, a Partnership, PC, DPC, PLLC, and LLP (domestic &amp; foreign) must also obtain a Certificate of Authority from the Ed. Dept. prior to being permitted to practice engineering.</i></b></li> </ul>	<p>provide professional engineering services in NY provided that all members and managers are licensed in NY and original jurisdiction.</p> <p>A LLP that practices professional engineering in NY is governed by the NY Partnership Law, Article 8-B (“Part. Law”). The Part. Law requires that in an engineering LLP all partners must be NY licensed engineers. A foreign LLP can qualify to provide professional engineering services in NY provided that all partners are NY licensed engineers.</p> <p>A DPC that practices professional engineering in NY is governed by the Business Corporations Law, Article 15 (“BCL”). The BCL requires that in an engineering DPC greater than 75% of the shareholders, officers and directors must be NY licensed engineers, and less than 25% can be unlicensed employees. Only individuals are permitted to be shareholders.</p> <p>The Ed. Law. includes an exemption from its requirements for “grandfathered” corporations which prior to April 15, 1935 were permitted by law to practice engineering and continually in operation.</p> <p>The Ed. Dept. requires that the name of the PC, DPC, PLLC, or LLP include some form of the word “Engineering” in its name.</p>

North Carolina	Design Professional Regulation	Firm License	Corporate Formation Requirements
<p><b>Author</b></p> <p>Douglas P. Jeremiah, Esq.            CONNER GWYN SCHENCK PLLC            3141 John Humphries Wynd            Suite 100            Raleigh, NC 27612            (919) 789-9242  <a href="mailto:djeremiah@cgspllc.com">djeremiah@cgspllc.com</a></p>	<p><b>Architecture</b></p> <p>North Carolina Board of Architecture (“NCBA”) <a href="http://www.ncbarch.org">http://www.ncbarch.org</a></p> <p>Licensing Statute – N.C. Gen. Stat. § 83A-1 <i>et. seq.</i></p> <p>Licensing Regulations – 21 NCAC Chapter 2</p> <p>Professional Corporation Act – N.C. Gen. Stat. § 55B-1 <i>et. seq.</i></p>	<p>The following types of entities require firm registration with NCBA to practice architecture:</p> <ol style="list-style-type: none"> <li>(1) Professional Corporation (“PC”)</li> <li>(2) Professional Limited Liability Company (“PLLC”)</li> </ol> <p>The following types of entities are authorized to practice architecture but do not require firm registration:</p> <ol style="list-style-type: none"> <li>(1) Sole Proprietor</li> <li>(2) Registered Limited Liability Partnership</li> <li>(3) General Partnership</li> </ol>	<p>Corporations and LLC’s that practice professional architecture in North Carolina are governed by the Professional Corporation Act (“PCA”). The PCA requires the architectural PC or PLLC to be owned a minimum 2/3 by professional architects or other professionals designated in the PCA if the firm is also licensed to offer the services of the other profession (i.e. engineering, surveying, etc.). The other 1/3 of the PC or PLLC may be owned by non-licensed employees. Corporate entities are not allowed to hold an ownership interest in the PC or PLLC.</p> <p>The PCA requires at least one licensee <i>must</i> be a NC licensee and an Officer, Director (Board of Directors) and Shareholder of the corporation or a Member and Manager of the Limited Liability Company.</p> <p>The PCA includes an exemption from its requirements for corporations or limited liability companies which prior to June 5, 1969 were permitted by law to practice architecture in any state. However, the NCBA has enacted a regulation that requires the exemption to have been applied for before October 1, 1979.</p> <p>The PCA limits the non-professional services that the architectural PC or PLLC may render to those “ancillary” to the practice of architecture. NCBA determines what services qualify as ancillary.</p>



North Carolina	Design Professional Regulation	Firm License	Corporate Formation Requirements
	<p><b>Engineering</b></p> <p>North Carolina Board of Examiners for Engineers &amp; Surveyors (“NCBEES”)  <a href="http://www.ncbels.org">http://www.ncbels.org</a></p> <p>Licensing Statute – N.C. Gen. Stat. § 89C-1 <i>et. seq.</i></p> <p>Licensing Regulations – 21 NCAC Chapter 56</p> <p>Professional Corporation Act – N.C. Gen. Stat. § 55B-1 <i>et. seq.</i></p> <p>Limited Liability Company Act – N.C. Gen. Stat. § 57D-1 <i>et. seq.</i></p>	<p>The following types of entities require firm licensure with NCBEES to practice engineering:</p> <ol style="list-style-type: none"> <li>(1) Professional Corporation (“PC”)</li> <li>(2) Professional Limited Liability Company (“PLLC”)</li> <li>(3) Sole Proprietor (only if practicing under a name other than the licensee’s name)</li> <li>(4) Registered Limited Liability Partnership</li> <li>(5) General Partnership</li> <li>(6) Limited Partnership</li> <li>(7) Exempt Corporations or LLCs</li> </ol> <p><a href="http://www.ncbels.org/FirmLicensurechart.html">http://www.ncbels.org/FirmLicensurechart.html</a></p> <p>Each office offering professional engineering services within an entity subject to firm licensure must have a resident P.E. (licensed in NC) in responsible charge of the NC projects.</p>	<p>Corporations and LLC’s that practice professional engineering in North Carolina are governed by the Professional Corporation Act (“PCA”). The PCA requires the engineering PC or PLLC to be owned a minimum 2/3 by professional engineers or other professionals designated in the PCA if the firm is also licensed to offer the services of the other profession (i.e. architecture, surveying, etc.). The other 1/3 of the PC or PLLC may be owned by non-licensed employees. Business entities are not allowed to hold an ownership interest in the PC or PLLC.</p> <p>The PCA requires at least one licensee (in each profession authorized or that will be authorized (e.g engineering, surveying, architecture, etc.) <i>must</i> be a NC licensee and an Officer, Director (Board of Directors) and Shareholder of the corporation or a Member and Manager of the Limited Liability Company.</p> <p>The PCA includes an exemption from its requirements for corporations or limited liability companies which prior to June 5, 1969 were permitted by law to practice engineering. These “pre-1969” entities may still apply to NCBEES for the exemption and must obtain firm licensure.</p> <p>The PCA also includes an exemption for contractor entities licensed under Articles 1 (general), 2 (plumbing</p>

North Carolina	Design Professional Regulation	Firm License	Corporate Formation Requirements
			<p>and heating), 4 (electrical), or 5 (refrigeration) of Chapter 87 of the General Statutes, which offer design (engineering)/build services, but the design/builder may not offer stand-alone engineering services. These Chapter 87 entities must still apply to NCBEES for the exemption and to obtain firm licensure.</p> <p>The PCA limits the non-professional services that the engineering PC or PLLC may render to those “ancillary” to the practice of engineering. NCBEES determines what services qualify as ancillary and offers the following guidance: It needs to be a service that is related to, subordinate to (less important than the primary service of engineering), utilizes the resources that the company has for its engineering services or the specific knowledge required of engineers, and is not recognized as a separate field of service or profession (such as a separate license is required). Examples of services that are not considered ancillary: construction, law, selling used cars. Examples of possible ancillary services: drafting, CAD work, word processing, model building, renderings, Home Inspector Services (even though may require that additional license).</p>

North Dakota	Design Professional Regulation	Firm License	Corporate Formation Requirements
<p><b>Author</b></p> <p>Jason A. Lien, Esq.            MASLON EDELMAN BORMAN &amp;            BRAND, LLP            3300 Wells Fargo Center,            90 South Seventh Street            Minneapolis, MN 55402            Phone: (612) 672-8319  <a href="mailto:jason.lien@maslon.com">jason.lien@maslon.com</a></p>	<p><b>Architecture</b></p> <p>North Dakota State Board of Architecture: <a href="http://www.ndsba.net/">http://www.ndsba.net/</a></p> <p>Licensing Statute – N.D. Cent. Code § 43-03; N.D. Cent. Code § 10-31.</p> <p>Licensing Rules – N.D. Admin. Code 8-03-01.</p>	<p>There are no specific licensure requirements. “[R]egistration is granted to a person. Accordingly, registration cannot be granted to a firm, corporation, or other entity.” N.D. Admin. Code 8-03-01.</p> <p>Yet, North Dakota law still requires a business entity practicing architecture to satisfy the following conditions:</p> <p>(1) Any business entity may practice architecture if and only if a registered architect supervises and controls the architectural services. N.D. Admin. Code 8-03-01.</p> <p>(2) All individuals in control of the business entity must be registered architects. N.D. Admin. Code 8-03-01.</p> <p>(3) If a partnership, each partner must register as an architect with the board. An architect forming a partnership with individuals from other professions may do so only if the individuals are registered “in North Dakota in their respective professions.” N.D. Admin. Code 8-03-02.</p>	<p>There are no specific requirements for the formation of corporations that practice architecture in North Dakota.</p> <p>North Dakota, however, allows the formation of professional corporations, professional limited liability companies, and professional limited liability partnerships. Only owners with minority interests may form a professional organization. An owner “may not simultaneously be an executive or owner of more than one professional organization rendering the same professional service.” N.D. Cent. Code § 10-31.</p> <p>A professional corporation renders a particular professional service and requires that all shareholders be licensed in North Dakota to practice the professional service. When filing the articles of incorporation with the secretary of state, the incorporator must also provide (1) the profession that the corporation will practice, (2) the names and addresses of all the shareholders and (3) certificates from the board regulating the profession showing that the shareholders are registered to practice the profession. The name of the corporation must include one of the following: “chartered,” “Ltd.,” “professional corporation,” “P.C.,” “PC,” “professional association,” “P.A.” or “PA.” N.D. Cent. Code § 10-31.</p>

North Dakota	Design Professional Regulation	Firm License	Corporate Formation Requirements
			<p>A professional limited liability company renders a particular professional service and requires that all members be licensed in North Dakota to practice the professional service. When filing the articles of organization with the secretary of state, the members must also provide (1) the profession that the company will practice, (2) the names and addresses of all the members and (3) certificates from the board regulating the profession showing that the members are registered to practice the profession. The name of the company must include one of the following: "professional limited liability company," "limited liability company," "P.L.C.," "PLC," "P.L.L.C.," "PLLC," "L.L.C.," or "LLC." N.D. Cent. Code § 10-31.</p> <p>A professional limited liability partnership renders a particular professional service and requires that all partners be licensed in North Dakota to practice the professional service. When filing the registration with the secretary of state, the partners must also provide (1) the profession that the partnership will practice, (2) the names and addresses of all the partners and (3) certificates from the board regulating the profession showing that the partners are registered to practice the profession. The name of the partnership must include</p>

North Dakota	Design Professional Regulation	Firm License	Corporate Formation Requirements
			one of the following: "professional limited liability partnership," "P.L.L.P.," "PLLP," "L.L.P.," or "LLP." N.D. Cent. Code § 10-31

North Dakota	Design Professional Regulation	Firm License	Corporate Formation Requirements
	<p><b>Engineering</b></p> <p>North Dakota State Board of Registration for Professional Engineers and Land Surveyors: <a href="http://ndpelsboard.org/">http://ndpelsboard.org/</a></p> <p>Licensing Statute – N.D. Cent. Code § 43-19.1-27; N.D. Cent. Code § 10-31.</p> <p>Licensing Rules – N.D. Admin. Code 28-02.1-07-02 (2010).</p>	<p>To practice engineering, any business organization must satisfy five criteria:</p> <p>First, “all officers, employees, and agents” of the business “who will perform the practice of engineering” in North Dakota must register as engineers in North Dakota. N.D. Cent. Code § 43-19.1-27.</p> <p>Second, “each person in responsible charge” of activities constituting the practice of engineering must be registered as an engineer in North Dakota. N.D. Cent. Code § 43-19.1-27.</p> <p>Third, the organization must receive a certificate of commercial practice. To obtain a certificate of commercial practice, the organization must (1) pay a fee, (2) “file a written application with the board setting forth the names and addresses of all partners, officers, directors, managers, or governors, if any,” and (3) provide “the names and addresses of all employees who are duly registered to practice” engineering</p>	<p>There are no specific requirements for the formation of corporations that practice engineering in North Dakota.</p> <p>North Dakota, however, allows the formation of professional corporations, professional limited liability companies, and professional limited liability partnerships. Only owners with minority interests may form a professional organization. An owner “may not simultaneously be an executive or owner of more than one professional organization rendering the same professional service.” N.D. Cent. Code § 10-31.</p> <p>A professional corporation renders a particular professional service and requires that all shareholders be licensed in North Dakota to practice the professional service. When filing the articles of incorporation with the secretary of state, the incorporator must also provide (1) the profession that the corporation will practice, (2) the names and addresses of all the shareholders and (3) certificates from the board regulating the profession showing that the shareholders are registered to practice the profession. The name of the corporation must include one of the following: “chartered,” “Ltd.,” “professional corporation,” “P.C.,” “PC,” “professional association,” “P.A.” or “PA.” N.D. Cent. Code § 10-31.</p>

North Dakota	Design Professional Regulation	Firm License	Corporate Formation Requirements
		<p>in North Dakota and who will practice engineering. N.D. Cent. Code § 43-19.1-27. The organization must annually renew this certificate and must notify the board within thirty days of making any changes to the “officers, directors, partners, business addresses” or registered engineers. N.D. Admin. Code 28-02.1-07-02 (2010); N.D. Cent. Code § 43-19.1-27. The organization must also “[k]eep and maintain its annual filing requirements with the secretary of state’s office current and provide a copy to the board office.” N.D. Admin. Code 28-02.1-07-02 (2010).</p> <p>Fourth, “each organization or individual operating under” the business organization must be “jointly and severally responsible” for all professional engineering activities. N.D. Cent. Code § 43-19.1-27.</p> <p>Fifth, “[a]ll final drawings, specifications, plans, reports, or other engineering or land surveying papers or documents involving the practice of engineering...must be dated and</p>	<p>A professional limited liability company renders a particular professional service and requires that all members be licensed in North Dakota to practice the professional service. When filing the articles of organization with the secretary of state, the members must also provide (1) the profession that the company will practice, (2) the names and addresses of all the members and (3) certificates from the board regulating the profession showing that the members are registered to practice the profession. The name of the company must include one of the following: “professional limited liability company,” “limited liability company,” “P.L.C.,” “PLC,” “P.L.L.C.,” “PLLC,” “L.L.C.,” or “LLC.” N.D. Cent. Code § 10-31.</p> <p>A professional limited liability partnership renders a particular professional service and requires that all partners be licensed in North Dakota to practice the professional service. When filing the registration with the secretary of state, the partners must also provide (1) the profession that the partnership will practice, (2) the names and addresses of all the partners and (3) certificates from the board regulating the profession showing that the partners are registered to practice the profession. The name of the partnership must include</p>

North Dakota	Design Professional Regulation	Firm License	Corporate Formation Requirements
		bear the seals and signatures of the professional engineers” who prepared the materials. N.D. Cent. Code § 43-19.1-27.	one of the following: “professional limited liability partnership,” “limit liability company,” “P.L.L.P.,” “PLLP,” “L.L.P.,” or “LLP.” N.D. Cent. Code § 10-31



Ohio	Design Professional Regulation	Firm License	Corporate Formation Requirements
<p><b>Authors</b></p> <p>Michael D. Tarullo, Esq.            Andrew R. Fredelake, Esq.            McDONALD HOPKINS            250 West Street            Suite 550            Columbus, OH 43215            (614) 484-0700  <a href="mailto:afredelake@mcdonaldhopkins.com">afredelake@mcdonaldhopkins.com</a>  <a href="mailto:mtarullo@mcdonaldhopkins.com">mtarullo@mcdonaldhopkins.com</a></p>	<p><b>Architecture</b></p> <p>Ohio Architects Board            Ohio Landscape Architects Board  <a href="http://www.arc.ohio.gov/">http://www.arc.ohio.gov/</a></p> <p>Architect Laws –            Ohio Revised Code Chapter 4703.</p> <p>Architect Rules            Ohio Administrative Code            Chapter 4703</p>	<p>The following types of business entities require firm licensure to practice architecture:</p> <ol style="list-style-type: none"> <li>(1) Corporations Organized under Ohio Revised Code Chapter 1701</li> <li>(2) Professional Association Organized Under Ohio Revised Code Chapter 1785</li> <li>(3) Limited Liability Company Organized under Ohio Revised Code Chapter 1705</li> <li>(4) Sole Proprietor (only if practicing under a name other than the licensee’s name)</li> </ol>	<p>Firms formed for the purpose of providing architectural services must meet the following requirements:</p> <ol style="list-style-type: none"> <li>(1) More than 50% of the partners, members or shareholders, more than 50% of directors in the case of a corporation or professional association, more than 50% of the managers in the case of an LLC, and more than 50% of the trustees in the case of an employee stock ownership plan, shall be professional engineers, surveyors, architects or landscape architects, or any combination thereof who are registered in Ohio or any other state;</li> <li>(2) More than 50% of the interest or shares shall be held by professional engineers, surveyors, architects or landscape architects, or a combination thereof;</li> <li>(3) The firm shall designate one or more architects as being in responsible charge of the architectural activities and decisions and shall file a notarized affidavit setting forth this responsibility;</li> <li>(4) If the firm is formed as a professional association under Chapter 1785 of the Ohio Revised Code, then it must meet the requirements set forth therein in addition to the rules promulgated under Revised Code Chapter 4703.</li> </ol> <p>"Professional Association" means an association organized under Chapter 1785 for the sole purpose of rendering one of the authorized professional services (including architecture). A Professional Association may render a particular professional service only through officers,</p>

Ohio	Design Professional Regulation	Firm License	Corporate Formation Requirements
			<p>employees, and agents who are themselves duly licensed, certificated, or otherwise legally authorized to render the professional service within the state.</p> <p>Firms meeting the above qualifications are also required to apply for an obtain a certificate of authorization from the Architects Board.</p>
	<p><b>Engineering</b></p> <p>Ohio Engineers and Surveyors Board <a href="http://www.peps.ohio.gov">http://www.peps.ohio.gov</a></p> <p>Licensing Statutes – Ohio Revised Code Chapter 4733</p> <p>Licensing Regulations – Ohio Administrative Code – Chapter 4733</p>	<p>Any individual, firm, partnership, association, limited liability company, or corporation may provide professional engineering or professional surveying services in this state as long as the services are provided only through natural persons registered to provide those services in Ohio.</p> <p>Corporations, partnerships, associations, limited liability companies, or firms organized under the laws of another state or country wishing to provide professional engineering or professional surveying services shall obtain a certificate of authorization and meet the applicable requirements of Ohio Revised Code Chapter 4733.</p>	<p>There are no specific requirements in Ohio for the corporate formation of an engineering firm as there are with architectural firms. Engineering firms are permitted to practice under all types of business entities.</p> <p>It is noted that Ohio law does provide that each firm, partnership, association, limited liability company, or corporation through which professional engineering or professional surveying services are offered or provided in Ohio shall designate one or more full-time partners, managers, members, officers, or directors as being responsible for and in responsible charge of the professional engineering or professional surveying activities and decisions, and those designated persons shall be registered in Ohio.</p> <p>See Professional Association requirements above.</p>

Oklahoma	Design Professional Regulation	Firm License	Corporate Formation Requirements
<p><b>Author</b></p> <p>Brian L. Mitchell, Esq.            NEUENS MITCHELL PLLC            Lewis Center Building            2021 S. Lewis Avenue, Ste 660            Tulsa, Oklahoma 74104            (918) 749-9334  <a href="mailto:bmitchell@neuensmitchell.com">bmitchell@neuensmitchell.com</a></p>	<p><b>Architecture</b></p> <p>Board of Governors of the Licensed Architects, Landscape Architects and Registered Interior Designers of Oklahoma (the "Board")  <a href="http://www.ok.gov/Architects/">http://www.ok.gov/Architects/</a></p> <p>Licensing Statute – 59 Okla. St. § 46.2 <i>et seq.</i></p> <p>Oklahoma Professional Entity Act, 18 Okla. St. § 801 <i>et seq.</i></p>	<p>The following require firm licensure to practice architecture:</p> <ol style="list-style-type: none"> <li>(1) Sole Proprietor</li> <li>(2) Partnership</li> <li>(3) Firm</li> <li>(4) Association</li> <li>(5) Corporation</li> <li>(6) Limited Liability Company; or</li> <li>(7) Limited Liability Partnership (collectively "Entity").</li> </ol>	<p>Any Entity that practices professional architecture in Oklahoma is governed by the State Architectural and Registered Interior Design Act (the "Act"). The Board shall provide a Certificate of Authority to an authorized entity enabling the entity to practice or offer to practice architecture. To qualify, at least one director of the entity must be licensed under the Act. Licensing requires:</p> <ol style="list-style-type: none"> <li>1. The individual submit an application with the Board.</li> <li>2. Take a written examination.</li> </ol> <p>An applicant can be exempt from the written examination if the applicant holds a certification issued by the National Council of Architectural Registration Boards; or</p> <p>In any case the Board decides the interest of the public will be served and the person is determined to be qualified and competent by equivalent standards for education, training, and examination; or</p> <p>Persons who have been licensed to practice in states other than Oklahoma provided that the state or county has a similar reciprocal provision to authorize the issuance of licenses to persons who have been licensed in this state.</p> <p>The entity must file with the Board an application for a certificate of authority for each office location performing work on Oklahoma projects on a form approved by the Board which shall include the names, addresses, state of licensure and license number of all partners, directors, officers, members, managers or principals of the entity responsible for the entity's practice.</p> <p>Under Oklahoma's "Professional Entity Act," architects may form a Professional Entity, defined as a domestic corporation, limited partnership or limited liability company formed for the purpose of rendering</p>

Oklahoma	Design Professional Regulation	Firm License	Corporate Formation Requirements
			<p>professional services. The individual or individuals forming the professional entity shall be duly licensed in accordance with the provisions of this state's licensing laws for the profession and in good standing within the profession to be practiced through the professional entity.</p> <p>A professional entity may be formed for the purpose of rendering one specific type of professional service or related professional services and services ancillary thereto and shall not engage in any business other than rendering the professional service or services which it was organized to render and services ancillary thereto; provided, however, that a professional entity may own real and personal property necessary or appropriate for rendering the type of professional services it was organized to render and may invest its funds in real estate, mortgages, stocks, bonds and any other type of investments.</p> <p>No person may be a manager of a professional entity who is not a person duly licensed in accordance with the provisions of this state's licensing laws for the profession or related profession to render the same professional services or related professional services as those for which the entity is formed. No person may be a shareholder of a professional corporation who is not an individual duly licensed to render the same professional services or related professional services as those for which the corporation is organized. A professional entity may render professional services only through its owners, managers, employees and agents who are duly licensed in accordance with the provisions of this state's licensing laws to render professional services.</p>

Oklahoma	Design Professional Regulation	Firm License	Corporate Formation Requirements
	<p><b>Engineering</b></p> <p>Oklahoma State Board of Licensure for Professional Engineers and Land Surveyors (the "Board")  <a href="http://www.ok.gov/pels">http://www.ok.gov/pels</a></p> <p>Licensing Statute – 59 O.S. § 475.1 <i>et. seq.</i></p> <p>Licensing Regulations – Oklahoma Administrative Code ("OAC") Title 245 Chapter 15</p> <p>Oklahoma Professional Entity Act, 18 Okla. St. § 801 <i>et seq.</i></p>	<p>The following require firm licensure to practice engineering:</p> <ol style="list-style-type: none"> <li>(1) Any form of business entity</li> <li>(2) A private practitioner employing other licensed engineers; or</li> <li>(3) Any person or entity using one or more fictitious names (collectively "Entity").</li> </ol>	<p>Any Entity seeking licensure as a practicing firm in Oklahoma is governed by the OAC Title 245 Chapter 15. Firms practicing, engineering services in the State of Oklahoma shall obtain a Certificate of Authorization issued by the Board. The Board may grant a Certificate of Authorization to practice through individual licensees to those firms meeting the following criteria:</p> <ol style="list-style-type: none"> <li>(1) An application is filed and approved by the Board or its designee.</li> <li>(2) At least one individual in responsible charge of the services and personnel performing services on behalf of the firm in this state is licensed to practice engineering or land surveying in the State of Oklahoma. A licensee must be a full-time employee of a firm to qualify as a person designated in responsible charge.</li> <li>(3) The firm’s practice of engineering or land surveying in any main office or branch office is under the direct control and personal supervision of a duly licensed engineer or land surveyor in responsible charge. In the case of an out-of-state firm authorized to perform engineering services in Oklahoma, the firm may have one or more branch offices located in Oklahoma only if the firm has a professional engineer designated responsible and in charge of the firm’s professional practice in the state. The professional engineer designated for this purpose shall be required to spend a majority of normal business hours at one or more branch offices located in Oklahoma and be duly licensed as a professional engineer in Oklahoma.</li> <li>(4) All documents relating to engineering or surveying work shall be sealed, signed, and dated by the Professional Engineer or Land Surveyor in responsible charge of the work.</li> </ol>

Oklahoma	Design Professional Regulation	Firm License	Corporate Formation Requirements
			<p>EXCEPTIONS:</p> <p>A firm whose business does not consist, either wholly or in part, of the rendering of engineering or land surveying services to the public is allowed without obtaining a Certificate of Authorization, providing they are also in compliance with OAC 245:15-19-7.</p> <p>The work of a person rendering engineering or land surveying services to a firm as an employee of the firm, when the services are rendered in carrying on the general business of the firm and the general business does not consist, either wholly or in part, of the rendering of engineering or land surveying services to the public, is allowed under the provision of O.S. Title 59, Section 475.1 et seq.</p> <p>Failure to properly file a Certificate of Incorporation or authentication and maintain same with the Secretary of State may result in revocation of the Certificate of Authorization and disciplinary action pursuant to the Rules of this Chapter.</p> <p>See above regarding Oklahoma’s Professional Entity Act</p>

Oregon	Design Professional Regulation	Firm License	Corporate Formation Requirements
<p><b>Authors</b></p> <p>John F. Purcell, Esq.            James M. Walker, Esq.            MILLER NASH LLP            3400 U.S. Bancorp Tower            111 S.W. Fifth Avenue            Portland, Oregon 97204            (503) 224-5858  <a href="mailto:John.Purcell@MillerNash.com">John.Purcell@MillerNash.com</a>  <a href="mailto:James.Walker@MillerNash.com">James.Walker@MillerNash.com</a></p>	<p><b>Architecture</b></p> <p>Oregon Board of Architect Examiners  <a href="http://orbae.com/">http://orbae.com/</a></p> <p>Licensing Statute – ORS 671.020 <i>et. seq.</i></p> <p>Licensing Regulations – OAR 800-010-0010 <i>et. seq.</i></p>	<p>All types of business entities (e.g. corporations, limited liability companies, and partnerships) require firm licensure to practice architecture in Oregon.</p> <p>Every firm must register with the State Board of Architect Examiners before the firm may provide architectural services. A firm must file a renewal of the registration as provided by rule of the board.</p>	<p>Domestic private corporations, foreign private corporations, domestic cooperative corporations, foreign cooperative corporations, domestic professional corporations and foreign professional corporations must satisfy the following requirements to perform architectural services:</p> <p>(1) At least two-thirds of the board of directors are registered or licensed as architects or as engineers in any jurisdiction recognized by rule of the State Board of Architect Examiners or the State Board of Examiners for Engineering and Land Surveying;</p> <p>(2) At least one-third of the board of directors are architects registered or licensed in any jurisdiction recognized by rule of the State Board of Architect Examiners;</p> <p>(3) All persons in charge of the practice of architecture in this state for the firm are (a) members of the board of directors or owners of the firm, (b) regularly employed in the office of the firm that directs and has supervisory control of the practice of architecture in this state, and (c) registered as architects under ORS 671.010 to 671.220;</p> <p>(4) The corporate or assumed business name does not include the surname of an individual who is not presently or was not previously associated in the practice of architecture or engineering in this state or in any jurisdiction recognized by rule of the State Board of Architect Examiners or the State Board of Examiners for Engineering and Land Surveying with the named entity or with the members or predecessors of the named entity; and</p>

Oregon	Design Professional Regulation	Firm License	Corporate Formation Requirements
			<p>(5) The corporate or assumed business name identifies the firm as being engaged in the provision of architectural services</p> <p>All other firm types (e.g. limited liability companies and partnerships) must satisfy the following requirements to conduct architectural services under its corporate name or an assumed business name:</p> <p>(1) Owners having at least a two-thirds ownership interest are registered or licensed as architects or as engineers in any jurisdiction recognized by rule of the State Board of Architect Examiners or the State Board of Examiners for Engineering and Land Surveying;</p> <p>(2) At least one-third of owners having at least a one-third ownership interest in the firm are architects registered or licensed in any jurisdiction recognized by rule of the State Board of Architect Examiners;</p> <p>(3) All persons in charge of the practice of architecture in this state for the firm are (a) members of the board of directors or owners of the firm, (b) regularly employed in the office of the firm that directs and has supervisory control of the practice of architecture in this state, and (c) registered as architects under ORS 671.010 to 671.220;</p> <p>(4) The corporate or assumed business name does not include the surname of an individual who is not presently or was not previously associated in the practice of architecture or engineering in this state or in any jurisdiction recognized by rule of the State Board of Architect Examiners or the State Board of Examiners for Engineering and Land Surveying with the named entity or with the members or</p>



Oregon	Design Professional Regulation	Firm License	Corporate Formation Requirements
			<p>predecessors of the named entity; and                      (5) The corporate or assumed business name identifies the firm as being engaged in the provision of architectural services.</p>
	<p><b>Engineering</b></p> <p>Oregon Board of Examiners for Engineering and Land Surveying  <a href="http://www.oregon.gov/OSBEELS/Pages/index.aspx">http://www.oregon.gov/OSBEELS/Pages/index.aspx</a></p> <p>Licensing Statute – ORS 672.002 <i>et. seq.</i></p> <p>Licensing Regulations – OAR 820-010-0010 <i>et. seq.</i></p>	<p>All types of business entities (e.g. corporations, limited liability companies, and partnerships) must be registered and hold a valid certificate to practice engineering in accordance with ORS 672.002 to 672.325.</p> <p>Every firm must register with the State Board of Examiners for Engineering and Land Surveying before the firm may provide engineering services. This requirement is, however, subject to a number of exceptions set forth in ORS 672.060.</p>	<p>A firm, partnership, corporation, limited liability company, joint stock company, or other organization cannot advertise for, offer to perform, or perform professional services for which a license or certificate is required unless the licensee or organization has a full-time partner, manager, officer or employee licensed and certified to practice in the discipline for which a license or certificate is required.</p> <p>A “full-time partner, manager, officer or employee” refers to a person who:</p> <p>(1) Is physically present at least one half of the person’s working time in the offices of the licensee or organization during normal business hours unless the full-time partner’s, manager’s, officer’s or employee’s professional duties require that the person be elsewhere; and</p> <p>(2) Is not working for the licensee or organization under a contract or as a consultant for specific projects.</p>

Pennsylvania	Design Professional Regulation	Firm License	Corporate Formation Requirements
<p><b>Author</b></p> <p>Jason A. Lien, Esq.                      MASLON EDELMAN BORMAN &amp;                      BRAND, LLP                      3300 Wells Fargo Center,                      90 South Seventh Street                      Minneapolis, MN 55402                      (612) 672-8319  <a href="mailto:jason.lien@maslon.com">jason.lien@maslon.com</a></p>	<p><b>Architecture</b></p> <p>Pennsylvania State Architects                      Licensure Board:  <a href="http://www.dos.state.pa.us/portal/server.pt/community/state_architects_licensure_board/12503">http://www.dos.state.pa.us/portal/server.pt/community/state_architects_licensure_board/12503</a></p> <p>Licensing Statute: 63 Pa. Cons. Stat. §§ 34.1-34.17.</p> <p>Licensing Regulations: 49 Pa. Code §§ 9.1-9.177.</p>	<p>The Pennsylvania State Architects Licensure Board must provide written approval before any of the following seven business forms may practice architecture: (1) a sole proprietorship, (2) a partnership, (3) a professional association, (4) a professional corporation, (5) a limited liability company, (6) a limited liability partnership or (7) a business corporation. 49 Pa. Code § 9.163.</p> <p>An entity seeking Board approval must complete and submit the Board application. With the application, the entity must provide:</p> <p>(1) A copy of the Fictitious Name Application, the Articles of Incorporation, the Articles of Association, the Partnership Agreement, the Certificate of Authority or any other relevant documents of association or agreement. If the business entity involves none of these documents, the business entity must then comply with the following requirements for documentation.</p> <p>(2) A copy of the proposed letterhead, along with the names of the principals and their credentials. The name or subtitle of</p>	<p>A corporate entity may not use the words “architect” or “architecture” in its name unless one of its directors is licensed to practice architecture in Pennsylvania. Further, before using the words “architect” or “architecture,” the business must submit documentation showing the license of one of its directors. 15 Pa. Const. Stat. § 1303.</p> <p>To form a professional association or a general or limited liability partnership, the ownership structure of the business must satisfy the following three criteria: (1) “at least two-thirds of the partners or members [must be] licensed in a state to practice architecture, engineering, or landscape architecture”; (2) “at least one-third of the partners or members [must be] licensed in a state to practice architecture”; and (3) “at least one partner or member [must be] a licensee of the Board.” 63 Pa. Cons. Stat. § 34.13; 49 Pa. Code § 9.162. The business must also comply with the general formation requirements for professional associations and partnerships under 15 Pa. Const. Stat. §§ 82, 83, 93.</p> <p>To form a professional corporation, the ownership structure of the business must satisfy the following two criteria: (1) “every shareholder [must be] licensed in a state to practice architecture, engineering or landscape architecture” and (2) “at least one shareholder [must be] a licensee of the Board.” 63 Pa. Cons. Stat. § 34.13; 49 Pa. Code § 9.162. The business must also comply with the general formation requirements for professional corporations under 15 Pa. Const. Stat. § 29.</p>

Pennsylvania	Design Professional Regulation	Firm License	Corporate Formation Requirements
		<p>the business must include the word “architect” or some derivation of the word “architect.” At least one of the principals must be a licensee of the Board.</p> <p>(3) A list of all parties with ownership interests. The list should include (a) the percentage of each party’s ownership, (b) each party’s profession, (c) whether each party is licensed, (d) the state of licensure, and (e) verification of licensure.</p> <p>(4) A written certification that the owners will inform the Board before altering the ownership structure of the business. The Board must review and approve any changes to the ownership structure. 49 Pa. Code § 9.163.</p>	<p>To form a business corporation, the ownership structure must satisfy the following five criteria: (1) “at least two-thirds of the directors [must be] licensed in a state to practice architecture, engineering or landscape architecture,” (2) “at least one-third of the directors [must be] licensed in a state to practice architecture,” (3) “at least one director [must be] a licensee of the Board,” (4) “at least two-thirds of each class of voting stock” must be owned by architects, engineers or landscape architects, and (5) “at least one-third of each class of voting stock” must be owned by “individuals licensed in a state to practice architecture.” 63 Pa. Cons. Stat. § 34.13; 49 Pa. Code § 9.162. The business must also comply with the general formation requirements for business corporations under 15 Pa. Const. Stat. §§ 11-19.</p> <p>To form a LLC, the business structure of the LLC must satisfy the following five criteria: (1) “at least two-thirds of the members if managed by members or at least two-thirds of the managers if managed by managers [must be] licensed” in any state to practice architecture, engineering or landscape architecture, (2) “at least one-third of the members if managed by members or at least one-third of the managers if managed by managers” must be licensed in any state to practice architecture, (3) “at least one member or manager [must be] a licensee of the Board,” (4) “at least two-thirds of all classes of voting membership” must be owned by an individual licensed in any state to practice architecture, engineering or landscape architecture and (5) “at least one-third of all classes of voting membership” must be owned by an individual licensed in any state to practice architecture. 63 Pa. Cons. Stat. § 34.13; 49 Pa. Code § 9.162. The business must also comply with the general formation requirements for LLCs under 15 Pa. Const. Stat. § 89.</p>

Pennsylvania	Design Professional Regulation	Firm License	Corporate Formation Requirements
	<p><b>Engineering</b></p> <p>State Registration Board of Professional Engineers, Land Surveyors and Geologists: <a href="http://www.dos.state.pa.us/portal/server.pt/community/state_registration_board_for_professional_engineers_land_surveyors_and_geologists/12510">http://www.dos.state.pa.us/portal/server.pt/community/state_registration_board_for_professional_engineers_land_surveyors_and_geologists/12510</a></p> <p>Licensing Statute: 63 Pa. Const. Stat. § 153; 15 Pa. Const. Stat. § 1303.</p> <p>Licensing Regulation: 49 Pa. Code §§ 37.16-37.71</p>	<p>No business entity may practice engineering, or use the words “engineer” or “engineering” in its name, “unless the directing heads and employees of such firm or corporation in responsible charge of its activities in the practice of such profession are licensed and registered in conformity with the requirements of this act, and whose name, seal and signature, along with the date of signature, [are] stamped on all plans, specifications, plats and reports issued by such firm or corporation.” In other words, to practice engineering as a business entity, all individual “directing heads” and practicing employees must be licensed engineers in the state of Pennsylvania. Further, all “directing heads” and practicing employees must follow the seal requirements. 63 Pa. Const. Stat. § 153.</p>	<p>Before submitting the articles of incorporation or the fictitious name registration to the Corporation Bureau of the Department of State, a business entity practicing engineering must provide an application for certificate of approval of fictitious name or corporate name to the Board. 49 Pa. Code § 37.71.</p> <p>The application to the Board must include a nonrefundable fee. “The Board will approve the use of a fictitious name or corporate name, if at least one of the persons filing for the use of the name, one of the incorporators of a proposed corporation, or one of the directors of an existing corporation, has been properly registered as a professional engineer” in Pennsylvania. When the Board approves the application, it will issue a certificate of approval to the Corporation Bureau of the Department of State. 49 Pa. Code § 37.71. A corporate entity may not use the words “engineer” or “engineering” in its name unless one of its directors is licensed to practice engineering in Pennsylvania. Further, before using the words “engineer” or “engineering,” the business must submit documentation showing the license of one of its directors. 15 Pa. Const. Stat. § 1303.</p>

Rhode Island	Design Professional Regulation	Firm License	Corporate Formation Requirements
<p><b>Authors</b></p> <p>R. Thomas Dunn, Esq. Katharine E. Kohm, Esq. PIERCE ATWOOD LLP 72 Pine Street Providence, RI 02903 (401) 490-3418 <a href="mailto:rtdunn@PierceAtwood.com">rtdunn@PierceAtwood.com</a> <a href="mailto:kkohm@PierceAtwood.com">kkohm@PierceAtwood.com</a></p>	<p><b>Architecture</b></p> <p>State of Rhode Island Division of Design Professionals - Board of Examination and Registration of Architects <a href="http://www.bdp.state.ri.us/architects/">http://www.bdp.state.ri.us/architects/</a></p> <p>Licensing Statute – R.I. Gen. Laws § 5-1-1 <i>et. seq.</i></p> <p>Licensing Regulations – R.I. Admin. Code R. 5-2-1 <i>et. seq.</i></p> <p>Professional Service Corporations – R.I. Gen. Laws § 7-5.1-1 <i>et. seq.</i></p>	<p>The following types of entities require firm licensure (called the certificate of authorization) to practice architecture:</p> <ol style="list-style-type: none"> <li>(1) sole proprietorship</li> <li>(2) partnership</li> <li>(3) limited liability partnership</li> <li>(4) corporation</li> <li>(5) limited liability company</li> </ol> <p>R.I. Gen. Laws § 5-1-7; -15.1.</p> <p>Although the Architect Licensing Statute is silent as to firm-certification requirements for professional corporations (e.g. P.C. or PLLC), the Professional Services Corporations Statute expressly authorizes architects to practice under this corporate form. R.I. Gen. Laws § 7-5.1-1; -2. It also mandates that all provisions of the Rhode Island Business Corporation Act apply to entities organized as professional services corporations. R.I. Gen. Laws § 7-5.1-2. Accordingly, a professional corporation is considered a “corporation” for purposes of architect firm licensure. <u>See</u> R.I. Gen. Laws § 5-1-7; -15.1.</p>	<p>In order to qualify for firm licensure under the Architect Licensing Statute, R.I. Gen. Laws § 5-1-15.1, the firm (sole proprietorship, partnership, limited liability partnership, corporation, or limited liability company) must meet certain requirements in their corporate composition and control:</p> <ol style="list-style-type: none"> <li>(1) Two-thirds (2/3) of the partners (if a partnership or limited liability partnership), two-thirds (2/3) of the directors and officers (or shareholders if there are no directors, if a corporation), or two-thirds (2/3) of the managers (or members if there are no managers, if a limited liability company) must be registered under the laws of any state or any reciprocal jurisdiction as defined by the National Council of Architectural Registration Boards to practice architecture <u>or</u> engineering;</li> <li>(2) One-third (1/3) of the partners (if a partnership or limited liability partnership) or one-third (1/3) of the directors and officers (or shareholders if there are no directors, if a corporation), or one-third (1/3) of the managers (or members if there are no managers, if a limited liability company) must be registered under the laws of any state or reciprocal jurisdiction as defined by the National Council of Architectural Registration Boards to practice architecture; and</li> <li>(3) The person having the firm’s practice of architecture in his or her direct control and who exercises responsible control of all personnel who act in behalf of the firm in professional and technical matters, is himself or herself a partner (if a partnership or limited liability partnership), a director or officer (or shareholders if there are no directors, if a corporation), or a manager (or members if there are no managers, if a limited liability company), and is registered to practice architecture in Rhode Island.</li> </ol>

Rhode Island	Design Professional Regulation	Firm License	Corporate Formation Requirements
			<p>Note that separate from the architect licensing statute, the professional corporation statute additionally requires that “every officer, director, and shareholder of the corporation is an individual authorized to practice the profession and is employed by the corporation in that practice.” R.I. Gen. Laws § 7-5.1-3.</p> <p>Before receiving final approval for firm licensure, corporations, limited liability companies, and limited liability partnerships (but not partnerships or sole proprietorships) must obtain a “Certificate of Good Standing” from the Rhode Island Secretary of State.</p> <p>Every certificate of authorization is valid for a period of two (2) years and expires on the last day of December of each even numbered year following its issuance.</p> <p>In the event of ownership transition or change in the responsible control of a firm, the board may permit a six (6) month grace period to allow a Rhode Island registered architect to continue to practice until a new certificate of authorization is issued.</p>
	<p><b>Engineering</b></p> <p>State of Rhode Island Division of Design Professionals - Board of Registration for Professional Engineers  <a href="http://www.bdp.state.ri.us/engineers/">http://www.bdp.state.ri.us/engineers/</a></p>	<p>The following types of entities require firm licensure (called the certificate of authorization) to practice engineering:</p> <ul style="list-style-type: none"> <li>(1) sole proprietorship</li> <li>(2) partnership</li> <li>(3) limited liability partnership</li> <li>(4) corporation</li> <li>(5) limited liability company</li> <li>(6) joint stock company</li> </ul>	<p>In order to qualify for firm licensure under the Engineer Licensing Statute, R.I. Gen. Laws § 5-8-24, the firm (sole proprietorship, partnership, limited liability partnership, corporation, or limited liability company) must meet certain requirements with respect to control. An individual or individuals must take direct control of the practice, exercise personal supervision of all personnel who act on behalf of the firm in professional and technical matters, work no less than 20 hours per week, and be jointly and severally liable with the firm. The individual or individuals in responsible charge must be registered to practice engineering in Rhode Island.</p>

Rhode Island	Design Professional Regulation	Firm License	Corporate Formation Requirements
	<p>Licensing Statute – R.I. Gen. Laws § 5-8-1 <i>et. seq.</i></p> <p>Licensing Regulations – R.I. Admin. Code R. 51-1-1 <i>et. seq</i></p> <p>Professional Service Corporations – R.I. Gen. Laws § 7-5.1-1 <i>et. seq.</i></p>	<p>R.I. Gen. Laws § 5-8-20(b); -21; -24.</p> <p>Although the Engineer Licensing Statute is silent as to firm-certification requirements for professional corporations (e.g. P.C. or PLLC), the Professional Services Corporations Statute expressly authorizes engineers to practice under this corporate form. R.I. Gen. Laws § 7-5.1-1; -2. It also mandates that all provisions of the Rhode Island Business Corporation Act apply to entities organized as professional services corporations. R.I. Gen. Laws § 7-5.1-2. Accordingly, a professional corporation is considered a “corporation” for purposes of engineer firm licensure. <u>See</u> R.I. Gen. Laws § 5-8-20(b); -24.</p>	<p>Also, in order to obtain firm licensure, limited liability companies and corporations (but not partnerships and sole proprietorships) must submit evidence that they are a corporation in good standing with the Rhode Island Secretary of State's Office or, in the alternative, if the firm is located outside the State of Rhode Island, the firm must provide evidence that they have registered with the Rhode Island Secretary of State's Office as a foreign business corporation. R.I. Admin. Code 51-1-1:V-1. Note, that rather than a “Certificate of Good Standing,” a limited liability partnership must submit a “Certificate of Legal Existence” also obtained from the Secretary of State Office. A professional corporation additionally requires that “every officer, director, and shareholder of the corporation is an individual authorized to practice the profession and is employed by the corporation in that practice.” R.I. Gen. Laws § 7-5.1-3.</p> <p>Upon the termination of any designation of the engineer in responsible charge, the registrant must give notification within ten (10) days in writing. Until such time as said notice is received, the designated individual shall remain in responsible charge and shall be held accountable for the work performed by that firm, partnership, or sole proprietorship. At that point, the certificate of authorization is suspended for a period of thirty (30) days pending submission of the name and new affidavit of a Professional Engineer registered in the State of Rhode Island who has agreed to serve in “responsible charge” of the engineering work of that “firm.” If, at the end of the thirty (30) days, no such information and affidavit are furnished to the Board in proper form, the certificate of authorization shall be immediately revoked by the Board without further hearing and/or notice.</p> <p>There is a limited exception to the requirement of individual (and presumably firm) registration: The practice of engineering by a person who is not a resident of Rhode Island or who does not have an established</p>

Rhode Island	Design Professional Regulation	Firm License	Corporate Formation Requirements
			place of business in Rhode Island permissible if (1) that practice does not exceed in the aggregate more than thirty (30) days in any calendar year, (2) the person is legally qualified by registration to practice engineering in his or her own state or country, and (3) the person applies for, receives, and pays a fee for a temporary certificate of registration for a definite period of time to do a specific job. R.I. Gen. Laws. 5-8-21.



South Carolina	Design Professional Regulation	Firm License	Corporate Formation Requirements
<p><b>Author</b></p> <p>L. Franklin Elmore, Esq.            ELMORE GOLDSMITH            55 Beattie Place, Suite 1050            Greenville, SC 29601            (864) 255-9500  <a href="mailto:felmore@elmoregoldsmith.com">felmore@elmoregoldsmith.com</a></p>	<p><b>Architecture</b></p> <p>SC Board of Architectural Examiners -  <a href="http://www.llr.state.sc.us/POL/Architects/">http://www.llr.state.sc.us/POL/Architects/</a></p> <p>Licensing Statute - S.C. Code § 40-3-5 <i>et seq.</i></p> <p>Licensing Regulations – S.C. Code of Reg. § 11-1 <i>et seq.</i></p> <p>Firm Requirements – S.C. Code § 40-3-30; 40-3-270; S.C. Code of Reg. § 11-10</p>	<p>All types of business entities (corporations, partnerships, limited liability companies, etc.) require firm licensure to practice architecture in South Carolina except for individual sole proprietorships which bear an individual architect’s name. A sole proprietorship is not required to be licensed by the Board, only the licensed individuals who form the proprietorship must be licensed.</p> <p>The licensing statute defines a sole proprietorship as a business in which one or more registered architects are engaged as employees. The statute requires that a sole proprietorship must be conducted under the name registered with the Board as an individual (ie. John Smith, Architect). Any other practice name (i.e., John Smith &amp; Associates) requires a certificate of authorization issued by the Board.</p> <p>A firm must have a certificate of authorization issued by the Board and must employ one or more architects registered in S.C. who are designated as being in full authority and responsible charge of the architectural practice. All personnel of the firm who act in its behalf as architects in S.C. must be registered and must hold a current registration. If there is a change in ownership, management, or the architect in responsible charge during the year, the change must be filed with the Board within 30 days.</p> <p>If a firm or out of state firm registers with the Board under a name referring to persons rather than a trade name, the persons in the firm’s name must be licensed.</p>	<p>South Carolina does not have any restrictions on the corporate formation of an architectural firm. Architectural firms are permitted to practice under all types of business entities.</p>

South Carolina	Design Professional Regulation	Firm License	Corporate Formation Requirements
	<p><b>Engineering</b></p> <p>SC State Board of Registration for Professional Engineers and Surveyors  <a href="http://www.llr.state.sc.us/POL/Engineers/">http://www.llr.state.sc.us/POL/Engineers/</a></p> <p>Licensing Statute - S.C. Code § 40-22-2 <i>et seq.</i></p> <p>Licensing Regulations – S.C. Code of Reg. § 49-100 <i>et seq.</i></p> <p>Firm Requirements – S.C. Code § 40-22-250; S.C. Code of Reg. § 49-205</p>	<p>All types of business entities (corporations, partnerships, limited liability companies, etc.) require firm licensure to practice engineering in South Carolina except for sole proprietorships where the ownership is held by a single individual who is licensed, where there is no stock ownership in the firm, and where the practice name is identical to that in which the individual registration is held.</p> <p>In order to practice engineering as a firm three requirements must be satisfied:</p> <p>(1) One or more of the corporate officers, in the case of a corporation, or one or more of the principal owners, or a full-time employee, in the case of other firms, must be licensed by the Board and must be designated as being responsible for the engineering services regulated by the Board.</p> <p>2) All personnel of the firm who act on behalf of the firm as professional engineers must be licensed in South Carolina.</p> <p>(3) The firm must have a certificate of authorization by the Board.</p>	<p>South Carolina does not have any restrictions on the corporate formation of an engineering firm. Engineering firms are permitted to practice under all types of business entities.</p>

South Dakota	Design Professional Regulation	Firm License	Corporate Formation Requirements
<p><b>Author</b></p> <p>Anthony L. Osborn, Esq.                      GOOSMAN LAW FIRM, PLC                      410 5<sup>th</sup> Street                      Sioux City, IA 51101                      (712) 226-4000  <a href="mailto:Anthony@goosmannlaw.com">Anthony@goosmannlaw.com</a></p>	<p><b>Architecture</b></p> <p>South Dakota State Board of Technical Professions  <a href="http://dlr.sd.gov/bdcomm/btp/architects.aspx">http://dlr.sd.gov/bdcomm/btp/architects.aspx</a></p> <p>Licensing Statute – SDCL 36-18A <i>et seq.</i></p> <p>Licensing Rules – ARSD Article 20:38</p>	<p>Any business entity which plans to practice architecture in South Dakota must register with the Board of Technical Professions and obtain a certificate of authorization, absent an exception as outlined in SDCL 36-18A-9 and 36-18A-1(1).</p> <p>All officers, agents “in responsible charge,” or employees who will practice architecture in South Dakota must be licensed in South Dakota. “Responsible charge” means the provision of professional services under the “immediate and responsible direction by a licensed professional who has exercised personal direction, guidance, and control over the design, preparation of documents, construction administration, and other professional services and has exercised professional judgment in all matters relating to those services.” SDCL 36-18A-1(27). A licensee who renders occasional part-time or consulting services to or for an entity may not be designated as the person “in responsible charge.” SDCL 36-18A-48.</p>	<p>There are no specific requirements in South Dakota for the corporate formation of an architectural firm. Architecture may be practiced by an individual or business entity, including a corporation, partnership, limited liability partnership, limited liability company, or sole proprietorship.</p>
	<p><b>Engineering</b></p> <p>South Dakota State Board of Technical Professions  <a href="http://dlr.sd.gov/bdcomm/btp/engineers.aspx">http://dlr.sd.gov/bdcomm/btp/engineers.aspx</a></p> <p>Licensing Statute – SDCL 36-18A <i>et seq.</i></p>	<p>Any business entity which plans to practice engineering in South Dakota must register with the Board of Technical Professions and obtain a certificate of authorization, absent an exception as outlined in SDCL 36-18A-9 and 36-18A-1(1).</p> <p>All officers, agents “in responsible charge,” or employees who will practice engineering in South</p>	<p>There are no specific requirements in South Dakota for the corporate formation of an engineering firm. Engineering may be practiced by an individual or business entity, including a corporation, partnership, limited liability partnership, limited liability company, or sole proprietorship.</p>

South Dakota	Design Professional Regulation	Firm License	Corporate Formation Requirements
	Licensing Rules – ARSD Article 20:38	Dakota must be licensed in South Dakota. “Responsible charge” means the provision of professional services under the “immediate and responsible direction by a licensed professional who has exercised personal direction, guidance, and control over the design, preparation of documents, construction administration, and other professional services and has exercised professional judgment in all matters relating to those services.” SDCL 36-18A-1(27). A licensee who renders occasional part-time or consulting services to or for an entity may not be designated as the person “in responsible charge.” SDCL 36-18A-48.	

Tennessee	Design Professional Regulation	Firm License	Corporate Formation Requirements
<p><b>Author</b></p> <p>Vic L. McConnell, Esq. SMITH CASHION &amp; ORR, PLC 231 Third Avenue North Nashville, TN 37201-1603 (615) 742-8580 <a href="mailto:VMcConnell@smithcashion.com">VMcConnell@smithcashion.com</a></p>	<p><b>Architecture and Engineering</b></p> <p>Tennessee Board of Architectural and Engineering Examiners (the “Board”) <a href="http://www.tn.gov/regboards/ae/">http://www.tn.gov/regboards/ae/</a></p> <p>Licensing Statute – Tenn. Code Ann. § 62-2-101 <i>et seq.</i></p> <p>Rules of the State Board of Architectural and Engineering Examiners – Chapter 0120-06-.01 through 0120-06-.04</p> <p>The Tennessee Professional Corporation Act, Tenn. Code Ann. § 48-101-601 <i>et seq.</i></p> <p>Tennessee Professional Limited Liability Companies statute, Tenn. Code Ann. § 48-248-101 <i>et seq.</i></p>	<p>A firm disclosure form is required for corporations, partnerships, and firms (such as LLCs, LPs and LLPs) practicing or offering to practice architecture or engineering in Tennessee in accordance with Tenn. Code Ann. § 62-2-601 and 602, and Chapter 0120-06 of the Rules of the State Board of Architectural and Engineering Examiners.</p> <p>The disclosure form lists the names and addresses of all principals and officers, as well as the principals or officers duly registered to practice architecture, engineering or landscape architecture in Tennessee who are in responsible charge of the Tennessee practice. Corporations, partnerships, and firms maintaining a place of business in Tennessee must have one Tennessee registrant in responsible charge of the firm’s Tennessee practice.</p> <p>An individual practicing as a sole proprietorship is not required to submit a disclosure form.</p>	<p>A corporation, partnership, or firm offering architectural or engineering services to the public may engage in the practice of architecture or engineering in Tennessee; provided, that at least one (1) of the principals (an individual capable of making independent design decisions) or officers of such corporation, partnership, or firm is in responsible charge of such practice, maintains active Tennessee registration as an architect or engineer, and is employed full-time for a minimum of thirty (30) hours per week.</p> <p>A principal is not required to be an officer in the firm. A person may be in responsible charge of more than one firm only if the firms are at the same physical location. A registrant who renders occasional, part-time, or consulting services to or for a firm may not be designated as an officer or principal in responsible charge. In the event of a change in the officer or principal in responsible charge, a firm cannot provide or offer design services to the public until such time as a new officer or principal in responsible charge is identified.</p> <p>The Tennessee Professional Corporation Act, Tenn. Code Ann. § 48-101-601 <i>et seq.</i> (“PCA”) applies to both domestic and foreign professional service corporations. The Board does not require a specific corporate form in order to practice or offer to practice architecture, engineering, and/or landscape architecture in Tennessee. Thus, a corporation providing design professional services is subject to the PCA only if incorporating as a professional corporation or elects professional corporation status. Similarly, a limited liability company providing design</p>

Tennessee	Design Professional Regulation	Firm License	Corporate Formation Requirements
			<p>professional services is subject to the Tennessee Professional Limited Liability Companies statute, Tenn. Code Ann. § 48-248-101 <i>et seq.</i>, only if incorporates as a PLLC or elects such status.</p> <p>A professional corporation (or PLLC) may be a promoter, general partner, member, associate or manager of a partnership, joint venture, trust or other entity only if the entity is engaged solely in rendering professional services or in carrying on business authorized by the professional corporation's charter (or the PLLC's articles).</p> <p>A domestic or foreign corporation (or LLC) may render professional services in Tennessee only through individuals licensed or otherwise authorized to render the services. However, this does not (1) require an individual employed by a professional corporation (or PLLC) to be licensed to perform services for the corporation (or PLLC) if a license is not otherwise required; (2) prohibit a licensed individual from rendering professional services in such person's individual capacity although such person is a shareholder, director, officer, employee or agent (or member, manager, employee, or agent) of a domestic or foreign professional corporation (or PLLC); or (3) prohibit an individual licensed in another state from rendering professional services for a domestic or foreign professional corporation (or PLLC) in Tennessee if not prohibited by the Board.</p> <p>A professional corporation (or PLLC) may not render any professional service or engage in any business other than the professional service and business authorized by its charter (or</p>

Tennessee	Design Professional Regulation	Firm License	Corporate Formation Requirements
			articles), though this does not prohibit the professional corporation (or PLLC) from investing its funds in real estate, mortgages, securities or any other type of investment.

Texas	Design Professional Regulation	Firm License	Corporate Formation Requirements
<p><b>Author</b></p> <p>Betty Quintana Richmond, Esq.                      BAKER, DONELSON, BEARMAN,                      CALDWELL &amp; BERKOWITZ, PC                      1301 McKinney Street,                      Suite 3700                      Houston, Texas 77010                      713-210-7440  <a href="mailto:brichmond@bakerdonelson.com">brichmond@bakerdonelson.com</a></p>	<p><b>Architecture</b></p> <p>Texas Board of Architectural Examiners (the "Board")  <a href="http://www.tbae.state.tx.us/">http://www.tbae.state.tx.us/</a></p> <p>Texas Engineering Practices Act                      Occupations Code, Title 6. Regulation of Engineering, Architecture, Land Surveying and Related Practices                      22 Tex. Admin. Code, Part 1</p>	<p>An architectural firm or other business entity that offers or provides architectural services in Texas must annually register information regarding the firm or business entity with the Board. Such an architectural firm, business entity, or association may not continue to offer or provide architectural services unless it employs or contracts with an Architect to offer or provide service and updates its registration within 30 days. 22 Tex. Admin. Code § 1.124.</p> <p>An Architect who is a sole practitioner doing business under his/her name, which is registered with the Board, is exempt from this requirement.</p>	<p>Tex. Occ. Code Ann. §1051.701:                      "A firm, partnership, corporation, or association, including a firm, partnership, corporation, or joint stock association engaged in the practice of engineering under Section 1001.405, may engage in the practice of architecture, represent to the public that the entity is engaged in the practice of architecture or is offering architectural services, or use the word "architect" or "architecture" in any manner in its name only if any practice of architecture or architectural service performed on behalf of the entity is performed by or through a person registered as an architect under this chapter."</p> <p>Architects are allowed to form a professional corporation under the provisions of the Texas Business Organizations Code (BOC).</p>
	<p><b>Engineering</b></p> <p>Texas Board of Professional Engineers  <a href="http://www.tbpe.state.tx.us/">http://www.tbpe.state.tx.us/</a></p> <p>Texas Engineering Practices Act                      Occupations Code, Title 6. Regulation of Engineering, Architecture, Land Surveying and Related Practices; Tex. Occ. Code Ann. § 1001.001 et seq.</p>	<p>Texas requires that any entity offering engineering services to the public of Texas must register with the Texas Board of Professional Engineers. An entity is defined as a sole proprietorship, firm, partnership, corporation or joint stock association.</p> <p>To register an entity, a firm must complete the form "Firm Application for Registration" and provide the following:</p>	<p>There are no specific requirements in Texas for the corporate formation of an engineering firm. Engineering firms are permitted to practice under all types of business entities.</p> <p>Under 22 Tex. Admin. Code § 131.81, the Texas Board of Professional Engineers will issue a Certificate of Registration (defined as the annual certificate issued by the board to a firm offering or providing professional engineering services to the</p>



Texas	Design Professional Regulation	Firm License	Corporate Formation Requirements
	<p>22 Tex. Admin. Code, Part 6</p>	<p>(1) the name, address, and communication number of the firm offering to engage or engaging in the practice of professional engineering for the public in Texas;                      (2) the name, position, address, and communication numbers of each officer or director;                      (3) the name, address, and current active Texas professional engineer license number of each engineer employee performing engineering for the public in Texas on behalf of the firm;                      (4) the name, location, and communication numbers of each subsidiary or branch office offering to engage or engaging in the practice of professional engineering for the public in Texas, if any;                      (5) the federal employer identification number (EIN) for the firm (unless the firm is a sole practitioner);                      (6) a signed statement attesting to the correctness and completeness of the application; and                      (7) a registration fee as established by the board.</p>	<p>public in Texas). “Firms” are defined by the Section as “[a]ny entity that engages or offers to engage in the practice of professional engineering in this state. This includes sole practitioners, sole proprietorships, firms, co-partnerships, corporations, partnerships, or joint stock associations.”</p> <p>Under Section 137.77, a firm shall provide that at least one full-time active license holder is employed with the entity and that the active license holder performs or directly supervises all engineering work and activities that require a license that is performed in the primary, branch, remote, or project office(s).</p> <p>Engineers are allowed to form a professional corporation under the provisions of the Texas Business Organizations Code (BOC).</p>

Utah	Design Professional Regulation	Firm License	Corporate Formation Requirements
<p><b>Author</b></p> <p>D. Scott DeGraffenried, Esq.  HOLLAND &amp; HART, LLP  222 South Main Street, Suite 2200  Salt Lake City, Utah 84101  (801) 799-5700  <a href="mailto:dsdegraffenried@hollandhart.com">dsdegraffenried@hollandhart.com</a></p>	<p><b>Architecture</b></p> <p>Utah Division of Occupational and Professional Licensing  <a href="http://www.dopl.utah.gov/licensing/architecture.html">http://www.dopl.utah.gov/licensing/architecture.html</a></p> <p>Licensing Statute – Utah Code Ann. § 58-3a-101 <i>et seq.</i> (Architects Licensing Act)</p> <p>Licensing Regulations – Utah Administrative Code R156-3a-101 <i>et seq.</i></p> <p>Professional Corporation Act – Utah Code Ann. § 16-11-1 <i>et seq.</i></p>	<p>Business organizations (<i>e.g.</i>, sole proprietorships, partnerships, limited liability companies, or corporations) cannot be licensed under the Architects Licensing Act (“ALA”).</p> <p>An organization may, however, engage in the practice of architecture if the organization employs a “principal” and all individuals employed by the organization who practice architecture are licensed or otherwise exempt from licensure. For purposes of the ALA, a principal is defined as a licensed architect who has “responsible charge” of an organization’s architectural practice. Responsible charge means direct control and management of an organization’s architectural practice.</p>	<p>Because business organizations cannot be licensed to practice architecture, the type of business entity formation is not regulated. Therefore, an organization may establish itself as a sole proprietorship, partnership, limited liability company, corporation, or professional corporation.</p> <p>Though not required, an organization can incorporate as a professional corporation (“PC”) pursuant to the Professional Corporation Act (“PCA”). The PCA places unique requirements on the corporate structure.</p> <p>The PCA requires that a PC be incorporated for a single purpose for which the subject licensure is required. The PC can provide “ancillary” services to the designated professional service. The PC may also own real and personal property necessary for rendering the professional service.</p> <p>Under the PCA, a PC may only issue stock to individuals who are licensed to perform the designated professional service or to those otherwise allowed under any applicable licensing act. Therefore, if an organization intends to perform architectural services but also allow non-licensed individuals to have ownership, they must organize under a different structure.</p>

Utah	Design Professional Regulation	Firm License	Corporate Formation Requirements
	<p><b>Engineering</b></p> <p>Utah Division of Occupational and Professional Licensing  <a href="http://www.dopl.utah.gov/licensing/engineer_land_surveying.html">http://www.dopl.utah.gov/licensing/engineer_land_surveying.html</a></p> <p>Licensing Statute – Utah Code Ann. § 58-22-101 <i>et seq.</i> (Professional Engineers and Professional Land Surveyors Licensing Act)</p> <p>Licensing Regulations – Utah Administrative Code R156-22-101 <i>et seq.</i></p> <p>Professional Corporation Act – Utah Code Ann. § 16-11-1 <i>et seq.</i></p>	<p>Business organizations (<i>e.g.</i>, sole proprietorships, partnerships, limited liability companies, or corporations) cannot be licensed under the Professional Engineers and Professional Land Surveyors Licensing Act (the “Act”).</p> <p>An organization may, however, engage in the practices of professional engineering, structural engineering or professional land surveying if the organization employs a “principal” and all individuals employed by the organization who practice such professions are licensed or otherwise exempt from licensure. For purposes of the Act, a principal is defined as a licensed professional engineer, professional structural engineer or professional land surveyor who has “responsible charge” of an organization’s engineering or surveying practice. Responsible charge means being assigned to and personally accountable for an organization’s production of specified professional engineering, professional structural engineering or professional land surveying projects.</p>	<p>Because business organizations cannot be licensed to practice professional engineering or surveying, the type of business entity formation is not regulated. Therefore, an organization may establish itself as a sole proprietorship, partnership, limited liability company, corporation, or professional corporation.</p> <p>Though not required, an organization can incorporate as a professional corporation (“PC”) pursuant to the Professional Corporation Act (“PCA”). The PCA places unique requirements on the corporate structure.</p> <p>The PCA requires that a PC be incorporated for a single purpose for which the subject licensure is required. The PC can provide “ancillary” services to the designated professional service. The PC may also own real and personal property necessary for rendering the professional service.</p> <p>Under the PCA, a PC may only issue stock to individuals who are licensed to perform the designated professional service or to those otherwise allowed under any applicable licensing act. Therefore, if an organization intends to perform professional engineering or surveying services but also allow non-licensed individuals to have ownership, they must organize under a different structure.</p>

Vermont	Design Professional Regulation	Firm License	Corporate Formation Requirements
<p><b>Author</b></p> <p>William Alexander “Sandy” Fead, Esq.                      FEAD CONSTRUCTION LAW, PLC                      East O’Lake House, Suite 300                      1233 Shelburne Road                      South Burlington, VT 05403                      (802) 863-5808  <a href="mailto:FCL@Feadlaw.com">FCL@Feadlaw.com</a></p>	<p><b>Architecture</b></p> <p>Vermont Board of Architects <a href="http://governor.vermont.gov/boards_and_commissions/architects">http://governor.vermont.gov/boards_and_commissions/architects</a></p> <p><a href="https://www.sec.state.vt.us/professional-regulation/professions/architects.aspx">https://www.sec.state.vt.us/professional-regulation/professions/architects.aspx</a></p> <p>Licensing Statute – Vt. Stat. Ann. tit.26 § 121 <i>et. seq.</i>  <a href="http://www.leg.state.vt.us/statutes/fullchapter.cfm?Title=26&amp;Chapter=003">http://www.leg.state.vt.us/statutes/fullchapter.cfm?Title=26&amp;Chapter=003</a></p> <p>Licensing Regulations – CVR 04-030-020 <a href="https://www.sec.state.vt.us/professional-regulation/professions/architects/statutes-rules.aspx">https://www.sec.state.vt.us/professional-regulation/professions/architects/statutes-rules.aspx</a></p>	<p>The right to practice architecture is a personal right based on the qualities of the individual. There is no firm licensure.</p> <p>A corporation, limited liability company, partnership (including a limited liability partnership), association, or individual proprietorship may furnish architectural services provided a member or employee thereof is a licensed architect and is in responsible charge of the architectural services, and provided all plans and specifications are signed and sealed by the licensed architect in responsible charge. The business entity is jointly and severally liable with the licensed architect.</p>	<p>Licensed architects may form a professional corporation under Vt. Stat. Ann. Tit. 11 § 801, <i>et seq.</i> Only licensed architects may own shares of the capital stock in the corporation, and the officers and directors must be licensed architects. The Board does not require a specific corporate form in order to practice or offer to practice architecture, engineering, and/or landscape architecture in Vermont. Thus, a corporation providing design professional services is subject to the PCA only if incorporates as a professional corporation or elects professional corporation status.</p> <p>Licensed architects may also form a professional limited liability company under Vt. Stat. Ann. Tit. 11 § 3001, <i>et seq.</i>, with similar restrictions on membership and management.</p> <p>Professional corporations and limited liability companies organized for the purpose of providing architectural services are prohibited from engaging in any other business. Similarly, a limited liability company providing design professional services is subject to Vt. Stat. Ann. Tit. 11 § 801, <i>et seq.</i>, only if incorporates as a PLLC or elects such status.</p> <p>Nothing in the law prevents regular business corporations from furnishing architectural services, so long as the employee in responsible charge of the architectural services is a licensed architect and he or she signs and seals all plans and specifications.</p>

Vermont	Design Professional Regulation	Firm License	Corporate Formation Requirements
	<p><b>Engineering</b></p> <p>Vermont Board of Professional Engineers  <a href="http://governor.vermont.gov/boards_and_commissions/engineering">http://governor.vermont.gov/boards_and_commissions/engineering</a></p> <p><a href="https://www.sec.state.vt.us/professional-regulation/professions/engineering.aspx">https://www.sec.state.vt.us/professional-regulation/professions/engineering.aspx</a></p> <p>Licensing Statute – Vt. Stat. Ann. tit.26 § 1161 <i>et. seq.</i>  <a href="http://www.leg.state.vt.us/statutes/fullchapter.cfm?Title=26&amp;Chapter=020">http://www.leg.state.vt.us/statutes/fullchapter.cfm?Title=26&amp;Chapter=020</a></p> <p>Licensing Regulations – CVR 04-030-100  <a href="https://www.sec.state.vt.us/media/149062/ENG_Rules.pdf">https://www.sec.state.vt.us/media/149062/ENG_Rules.pdf</a></p>	<p>Licensure as a professional engineer is available only to individuals, based upon the education and experience of that individual. There is no firm licensure.</p> <p>Corporations created after July 1, 1984 and all limited liability companies formed completely or in part for the practice of engineering must incorporate as a professional corporation or organize as a professional limited liability company.</p> <p>Licensed engineers may form partnerships, including limited liability partnerships, for the practice of professional engineering. Although not a settled question, presumably all the partners must be licensed engineers.</p>	<p>Professional corporations created for the practice of engineering are formed under Vt. Stat. Ann. Tit. 11 § 801, <i>et seq.</i> The Board does not require a specific corporate form in order to practice or offer to practice architecture, engineering, and/or landscape architecture in Vermont. Thus, a corporation providing design professional services is subject to the PCA only if incorporates as a professional corporation or elects professional corporation status.</p> <p>Only licensed engineers may own shares of the capital stock in the corporation, and the officers and directors must be licensed engineers.</p> <p>Licensed engineers may also form a professional limited liability company under Vt. Stat. Ann. Tit. 11 § 3001, <i>et seq.</i>, with similar restrictions on membership and management. Similarly, a limited liability company providing design professional services is subject to Vt. Stat. Ann. Tit. 11 § 801, <i>et seq.</i>, only if incorporates as a PLLC or elects such status.</p> <p>Professional corporations and limited liability companies organized for the purpose of providing engineering services are prohibited from engaging in any other business.</p> <p>Regular business corporations created prior to July 1, 1984 may provide engineering services but all plans, specifications, plats and reports must be stamped with the seal of and signed by a licensed engineer.</p>

Vermont	Design Professional Regulation	Firm License	Corporate Formation Requirements
			<p>A corporation or limited liability company engaged in both engineering and land surveying may allow a licensed land surveyor to exercise the rights and duties of an engineer in that corporation or company.</p> <p>Professional corporations and professional limited liability companies organized for the purpose of providing professional engineering services are prohibited from engaging in any other business.</p>

Virginia	Design Professional Regulation	Firm License	Corporate Formation Requirements
<p><b>Authors</b></p> <p>Andrew D. Ness, Esq.  Elizabeth M. Walsh, Esq.  JONES DAY  51 Louisiana Ave., N.W.  Washington, D.C.  20001-2113  (202) 879-7675  <a href="mailto:adness@jonesday.com">adness@jonesday.com</a>  <a href="mailto:ewalsh@jonesday.com">ewalsh@jonesday.com</a></p>	<p><b>Architecture and Engineering</b></p> <p>Virginia Board for Architects, Professional Engineers, Land Surveyors, Certified Interior Designers and Landscape Architects</p> <p><a href="http://www.dpor.virginia.gov/Boards/APELS/">http://www.dpor.virginia.gov/Boards/APELS/</a></p> <p>Licensing Statute – Va. Code, Title 54.1, Chapter 4, <i>et. seq.</i></p> <p>Licensing Regulations – 18 Va. Admin. Code 10-20, <i>et. seq.</i></p> <p>Entity Statutes – Va. Code § 13.1, <i>et. seq.</i></p>	<p>The following types of entities require firm licensure or registration to practice architecture:</p> <ol style="list-style-type: none"> <li>(1) Professional Corporation</li> <li>(2) Professional Limited Liability Company</li> <li>(3) Partnership</li> <li>(4) Corporation</li> <li>(5) Limited Liability Company</li> <li>(6) All other entities</li> </ol> <p>Professional corporations must hold a certificate of authority, issued by the Board for Architects, Professional Engineers, Land Surveyors, Certified Interior Designers and Landscape Architects, or be incorporated in Virginia. 18 Va. Admin. Code 10-20-530.</p> <p>Professional Limited Liability Companies must hold a certificate of organization in Virginia, or (for foreign entities) a certificate of registration to conduct business from the State Corporation Commission, pursuant to Va. Code § 13.1-1105. 18 Va. Admin. Code 10-20-590.</p> <p>All persons and entities practicing architecture and/or engineering must register with the Board Architects,</p>	<p><u>Professional Corporations</u></p> <p><i>Stock:</i> At least 2/3 of the professional corporation’s capital stock must be issued to individuals licensed to render the relevant professional services. The remainder of the stock may only be issued to employees of the corporation (e.g. through an employee stock ownership plan), or to a partnership, where each of the partners is licensed to render the same professional services for which the corporation was incorporated. Cumulative voting is prohibited.</p> <p>The professional corporation’s bylaws must include these requirements. Va. Code § 13.1-549; 18 Va. Admin. Code 10-20-530.</p> <p>Joint ownership of stock is also prohibited. 18 Va. Admin. Code 10-20-530.</p> <p><i>Board of Directors:</i> The board of directors must consist of at least 2/3 of individuals licensed to render the relevant professional services. The remainder of the board may consist of employees of the corporation, whether or not they are licensed. Va. Code § 13.1-553; 18 Va. Admin. Code 10-20-530.</p> <p>At least one director for each profession practiced or offered must be a resident at the business to provide supervision. 18 Va. Admin. Code 10-20-530.</p> <p>The bylaws must state that non-licensed or non-certified individuals will not have “a voice or standing” in matters affecting the practice</p>

Virginia	Design Professional Regulation	Firm License	Corporate Formation Requirements
		<p>Professional Engineers, Land Surveyors, Certified Interior Designers and Landscape Architects. There is an exception, however, for professional corporations holding a certificate of authority issued under Va. Code § 13.1-549, professional limited liability companies holding a certificate of authority issued in accordance with Va. Code § 13.1-1111, and sole proprietorships that do not employ other individuals for which licensing is required. Va. Code § 54.1-411; 18 Va. Admin. Code 10-20-640.</p>	<p>that require professional expertise and/or in matters “constituting professional practice.” 18 Va. Admin. Code 10-20-530.</p> <p><u>Foreign Professional Corporations</u></p> <p>The corporation’s bylaws must state that the corporation’s activities in Virginia are limited to rendering the relevant professional services. Though foreign corporations are generally required to comply with all the provisions above, foreign corporations are not required to comply with the requirement that 2/3 their stockholders be licensed or certified to perform the professional service in Virginia. 18 Va. Admin. Code 10-20-550.</p> <p><u>Professional Limited Liability Companies</u></p> <p>At least 2/3 of a company’s membership interests must be held by individuals who are licensed, or professional business entities legally authorized, to render the relevant service. The remaining membership interests may be held only by individuals who are employees of the company. The company’s articles of organization or the operating agreement must contain this requirement. 18 Va. Admin. Code 10-20-590.</p> <p>The articles of organization must also state that all members, managers, employees and agents who render the relevant professional services are licensed and certified to provide such services. 18 Va. Admin. Code 10-20-590.</p> <p>For companies managed by managers, the manager(s) must be licensed or otherwise legally authorized to render the relevant</p>



Virginia	Design Professional Regulation	Firm License	Corporate Formation Requirements
			<p>professional services. Only members or managers licensed to provide services in Virginia can supervise / direct the provision of professional services in Virginia. 18 Va. Admin. Code 10-20-590.</p> <p><u>Foreign Professional Limited Liability Companies</u></p> <p>A foreign company must meet the same requirements, except for the requirement that 2/3 of the members and managers be licensed or certified to perform the relevant professional service in Virginia. Its articles of organization or operating agreement must state that its activities in Virginia are limited to rendering the relevant professional services. 18 Va. Admin. Code 10-20-610.</p> <p><u>Partnerships/Limited Partnerships</u></p> <p>The partnership agreement must state that all professional services of the partnership or under “the direct control and personal supervision” of a licensed or certified professional. 18 Va. Admin. Code 10-20-640.</p> <p>For any legal entity, if it maintains a place of business from where it offers professional services in Virginia, it must name, for each professional service offered, a resident who will be the responsible person. This person must hold a current Virginia license or certification in the relevant profession. 18 Va. Admin. Code 10-20-780.</p>

Washington	Design Professional Regulation	Firm License	Corporate Formation Requirements
<p><b>Authors</b></p> <p>Douglas S. Oles, Esq. Melia Preedy, Esq. Oles Morrison Rinker &amp; Baker, LLP 701 Pike Street, Ste 1700 Seattle, WA 98101 (206) 623-3427 <a href="mailto:oles@oles.com">oles@oles.com</a> <a href="mailto:preedy@oles.com">preedy@oles.com</a></p>	<p><b>Architecture</b></p> <p>Washington State Board for Architects <a href="http://www.dol.wa.gov/business/architects/architectboard.html">http://www.dol.wa.gov/business/architects/architectboard.html</a></p> <p>Licensing Statute – WASH. REV. CODE ch. 18.08</p> <p>Licensing Regulations – WASH. ADMIN. CODE ch. 308-12</p> <p>Professional Service Corporation Act: WASH. REV. CODE §§ 18.100.010-.160</p>	<p>All business entities, including sole proprietorships, require firm licensure—through a certificate of authorization—to practice architecture in Washington. WASH. REV. CODE § 18.08.420(1).</p> <p>For an architecture firm to obtain a certificate of authorization, it must appoint a designated architect; the designated architect must be a general partner (if a partnership or limited liability partnership), a manager (if a limited liability company), or a director (if a business corporation or professional service corporation), and must be personally registered to practice architecture in Washington. WASH. REV. CODE § 18.08.420.</p>	<p>Generally, professional corporations and professional limited liability companies must be wholly owned by individuals licensed to render the same professional service as the corporation or company. WASH. REV. CODE §§ 18.100.090, 25.15.045. However, “registered architects and registered engineers may own stock in and render their individual professional services through one professional service corporation.” WASH. REV. CODE § 18.100.050(2).</p> <p>For architecture firms organized as an LLC or PLLC, the principal purpose and business of the firm must be the provision of architectural services. WASH. REV. CODE §§ 18.190.010(1), 25.15.045. Similarly, a professional service corporation shall not “engage in any business other than the rendering of the professional services for which it was incorporated....” WASH. REV. CODE § 18.100.080.</p>
	<p><b>Engineering</b></p> <p>Washington State Board of Registration for Professional Engineers and Land Surveyors <a href="http://www.dol.wa.gov/business/engineersandsurveyors/board/html">http://www.dol.wa.gov/business/engineersandsurveyors/board/html</a></p> <p>Licensing Statute – WASH. REV. CODE ch. 18.43</p> <p>Licensing Regulations – WASH. ADMIN. CODE tit. 196</p>	<p>The following types of entities require firm licensure—through a certificate of authorization—to practice engineering:</p> <ol style="list-style-type: none"> <li>(1) Corporations</li> <li>(2) Joint Stock Associations</li> <li>(3) Limited Liability Companies</li> </ol> <p>The following types of entities do not require firm licensure to practice engineering:</p> <ol style="list-style-type: none"> <li>(1) Professional Service Corporations</li> <li>(2) Professional Limited Liability Companies</li> </ol> <p>WASH. ADMIN. CODE § 196-25-005.</p>	<p>Generally, professional corporations and professional limited liability companies must be wholly owned by individuals licensed to render the same professional service as the corporation or company. WASH. REV. CODE §§ 18.100.090, 25.15.045. However, “registered architects and registered engineers may own stock in and render their individual professional services through one professional service corporation.” WASH. REV. CODE § 18.100.050(2).</p> <p>For engineering firms organized as an LLC or PLLC, the principal purpose and business of the firm must be the provision of engineering services. WASH. REV. CODE §§</p>

Washington	Design Professional Regulation	Firm License	Corporate Formation Requirements
	Professional Service Corporation Act: WASH. REV. CODE §§ 18.100.010-.160	Engineering firms applying for a certificate of authorization must appoint a designated engineer. The designated engineer must be an employee of the firm and may not serve as the professional in responsible charge for any other firm or business in the state of Washington. WASH. REV. CODE § 18.43.130	18.190.010(1), 25.15.045. Similarly, a professional service corporation shall not “engage in any business other than the rendering of the professional services for which it was incorporated....” WASH. REV. CODE § 18.100.080.

West Virginia	Design Professional Regulation	Firm License	Corporate Formation Requirements
<p><b>Author</b></p> <p>Patricia A. Harris, Esq.                      ZETLIN &amp; DE CHIARA LLP                      801 2nd Avenue                      New York NY 10017                      (212) 682-6800  <a href="mailto:pharris@zdlaw.com">pharris@zdlaw.com</a></p>	<p><b>Architecture</b></p> <p>West Virginia Secretary of State, Forms for Business and Licensing,  <a href="http://www.sos.wv.gov/business-licensing/Pages/FormIndexforBusinessFilings.aspx">http://www.sos.wv.gov/business-licensing/Pages/FormIndexforBusinessFilings.aspx</a></p> <p>West Virginia Board of Architects,  <a href="http://www.wvbrdarch.org/">http://www.wvbrdarch.org/</a></p> <p>Architect Licensing Statute – W. Va. Code Chapter 30, Article 12</p>	<p>Architectural/landscape architecture services may be offered by:</p> <ol style="list-style-type: none"> <li>(1) Sole Proprietorship</li> <li>(2) Limited Partnership – Domestic or Foreign</li> <li>(3) Limited Liability Partnership (“LLP”) – Domestic or Foreign</li> <li>(4) Limited Liability Company – Domestic or Foreign</li> <li>(5) Professional Limited Liability Company (“PLLC”) – Domestic or Foreign</li> <li>(6) Corporation – Domestic, Foreign or Foreign Professional Corporation</li> </ol> <p>Entity Organization:</p> <p>File organizational documents with the West Virginia Secretary of State. All entities must obtain a business franchise certificate from the Department of Tax &amp; Revenue before doing business in West Virginia.</p> <p>The West Virginia Board of Architects registers licensed individuals but not entities.</p> <p>Despite the language in the Landscape Architect Licensing Statute, W. Va. Code §30-22-19, the State Board of Landscape Architects does not issue a Certificate of Authorization as part of the entity organization process.</p>	<p>Any architecture entity shall carry out its practice under the direct supervision of a W. Va.-registered architect, W. Va. Code §30-12-12(e).</p> <p>Specific LLP rule:</p> <ul style="list-style-type: none"> <li>• Required to carry \$1MM in professional liability insurance, W. Va. Code §47B-10-5.</li> </ul> <p>Specific PLLC rules:</p> <ul style="list-style-type: none"> <li>• All members must be licensed, W. Va. Code §31B-13-1302.</li> <li>• W. Va. Code §31B-13-1304 provides the relevant regulatory board shall propose procedures for approving PLLCs. At present, neither the Board of Architects nor the Board of Landscape Architects has an approval process in place.</li> <li>• Required to carry \$1MM in professional liability insurance, W. Va. Code §31B-13-1305.</li> </ul>

West Virginia	Design Professional Regulation	Firm License	Corporate Formation Requirements
	<p><b>Engineering</b></p> <p>West Virginia Secretary of State, Forms for Business and Licensing,  <a href="http://www.sos.wv.gov/business-licensing/Pages/FormIndexforBusinessFilings.aspx">http://www.sos.wv.gov/business-licensing/Pages/FormIndexforBusinessFilings.aspx</a></p> <p>West Virginia State Board of Registration for Professional Engineers,  <a href="http://www.wvpebd.org/">http://www.wvpebd.org/</a></p> <p>Engineering Licensing Statute – W. Va. Code Chapter 30, Article 13</p>	<p>Engineering services may be offered by:</p> <ol style="list-style-type: none"> <li>(1) Sole Proprietorship</li> <li>(2) Limited Partnership – Domestic or Foreign</li> <li>(3) Limited Liability Partnership (“LLP”) – Domestic or Foreign</li> <li>(4) Limited Liability Company – Domestic or Foreign</li> <li>(5) Professional Limited Liability Company (“PLLC”) – Domestic or Foreign</li> <li>(6) Corporation – Domestic, Foreign or Foreign Professional Corporation</li> </ol> <p>Engineering firms must procure a Certificate of Authorization from the Board of Registration for Professional Engineers, W. Va. Code §30-13-17, in advance of filing organizational documents with the West Virginia Secretary of State.</p> <p>All entities must obtain a business franchise certificate from the Department of Tax &amp; Revenue before doing business in West Virginia.</p>	<p>The Certificate of Authorization to be issued by the Board of Registration for Professional Engineers required designation of a W. Va. licensee to be in responsible charge of the practice.</p> <p>Specific LLP rule:</p> <ul style="list-style-type: none"> <li>• Required to carry \$1MM in professional liability insurance, W. Va. Code §47B-10-5.</li> </ul> <p>Specific PLLC rules:</p> <ul style="list-style-type: none"> <li>• All members must be licensed, W. Va. Code §31B-13-1302.</li> <li>• W. Va. Code §31B-13-1304 provides the relevant regulatory board shall propose procedures for approving PLLCs. At present, neither the Board of Architects nor the Board of Landscape Architects has an approval process in place.</li> <li>• Required to carry \$1MM in professional liability insurance, W. Va. Code §31B-13-1305.</li> </ul>

Wisconsin	Design Professional Regulation	Firm License	Corporate Formation Requirements
<p><b>Authors</b></p> <p>Kim A. Hurtado, Esq.                      Bryan T. Kroes, Esq.                      HURTADO ZIMMERMAN SC                      10700 Research Drive, Suite Four,                      Wauwatosa, WI 53226                      (414) 727-6250  <a href="mailto:khurtado@hzattys.com">khurtado@hzattys.com</a> <a href="mailto:bkroes@hzattys.com">bkroes@hzattys.com</a></p>	<p><b>Architecture</b></p> <p>Wisconsin Department of Safety and Professional Services <a href="http://dps.wi.gov/Licenses-Permits/Architect">http://dps.wi.gov/Licenses-Permits/Architect</a></p> <p><u>Licensing Statutes</u> –                      Wisconsin Statutes Chapter 440: Department of Safety and Professional Services</p> <p>Wisconsin Statutes Chapter 443: Examining Board of Architects, Landscape Architects, Professional Engineers, Designers, and Professional Land Surveyors</p> <p><u>Licensing Regulations</u> –                      Wisconsin Administrative Code Chapter A-E 1 <i>et. seq.</i>: Architects, Engineers, Designers and Surveyors</p> <p>Wisconsin Administrative Code Chapter SPS 1 <i>et. seq.</i>: Safety and Professional Services</p>	<p>The practice of architecture pertaining to the internal operations of a firm, partnership or corporation may be performed by employees if the architectural services are performed by or under the direct supervision of architects registered under Wis. Ch. 443, or under persons who are exempt under Wis. Stat. § 443.14. (<i>Wis. Stat. §443.08(1)(a)</i>)</p> <p>Exempt persons include: 1) an employee of a person holding a certification of registration under Wis. Stat. §443.10 who is engaged in the practice of architecture and an employee of a person temporarily exempted from registration in architecture under Wis. Ch. 443, if the practice of the employee does not include responsible charge of architecture practice; 2) officers and employees of the federal government while engaged within the state of Wisconsin in the practice of architecture or landscape architecture for the federal government; 3) any person who practices architecture exclusively as a regular employee of a private company or corporation, so long as the person is actually and exclusively employed, and if the company or corporation has at least one architect who is registered under Wis. Ch. 443 in responsible charge of the company or corporation’s</p>	<p>There are no specific requirements in Wisconsin for the corporate formation of an architectural firm. Architectural firms are permitted to practice under all types of business entities, however, Wisconsin makes the Service Corporation business entity available for individuals who render professional or other personal services for which a license, certificate, registration or other legal authorization is required. (<i>Wis. Ch. 180, Subchapter XIX</i>). A shareholder, director, officer or employee of the Service Corporation is not personally liable for the debts or other contractual obligations of the Service Corporation, nor for the omissions, negligence, wrongful acts, misconduct and malpractice of any person who is not under his or her actual supervision and control in the specific activity in which the omissions, negligence, wrongful acts, misconduct or malpractice occurred. (<i>Wis. Stat. §180.1915</i>)</p> <p>No person may offer to practice architecture or landscape architecture, or use in connection with the person’s name or otherwise assume, use or advertise any title or description that conveys the impression that the person is an architect or landscape architect, or advertise to furnish architectural or landscape architectural</p>

Wisconsin	Design Professional Regulation	Firm License	Corporate Formation Requirements
		<p>architectural work in Wisconsin; or 4) a person engaged in the manufacture of a product or unit, including a laboratory research affiliates of the person, where the services performed are the design, assembly, manufacture, sale or installation of a product or unit and the product or unit does not include a building. (<i>Wis. Stat. §443.14 (1)(a), (2), (4)(a) &amp; (5)</i>)</p> <p>No individual architect registered under Wis. Stat. Ch. 443 may practice or offer to practice architecture, as a principal, officer, employee, or agent of a firm, partnership, or corporation unless: 1) all personnel who practice or offer to practice in its behalf as architects are registered under Wis. Stat. Ch. 443 and 2) the firm, partnership, or corporation has been issued a certificate of authorization under Wis. Stat. § 443.3(a)(1). (<i>Wis. Stat. § 443.08(2)(a)</i>)</p> <p>A firm, partnership, or corporation desiring a certificate of authorization shall submit an application to the department on forms provided by the department, listing the names and addresses of all officers and directors, and all individuals in its employment registered to practice architecture or designing in Wisconsin who will be in responsible charge of architecture or designing being practiced in</p>	<p>services unless the person has been duly registered under Wis. Stat. §443.10(1)(d). (<i>Wis. Stat. 443.02(3)</i>)</p> <p>No firm, partnership or corporation may engage in the practice of or offer to practice architecture or designing in Wisconsin, or use in connection with its name, or otherwise assume, use or advertise any title or description tending to convey the impression that it is engaged in the practice of architecture or designing, nor may it advertise or offer to furnish an architectural or designing service, unless the firm, partnership, or corporation has complied with Wis. Ch. 443. (<i>Wis. Stat. §443.08(5)(a)&amp;(c)</i>)</p> <p>Any firm, partnership, or corporation using the word “engineering” or any of its derivatives in its name prior to April 24, 1964, shall be permitted to continue to do so and shall be permitted to use such word in any new firm, partnership or corporation formed as a result of a reorganization of the firm, partnership or corporation, if the firm, partnership or corporation does not practice or offer to practice architecture, professional engineering or designing unless it complies with all other applicable provisions of Wis. Ch. 443. (<i>Wis. Stat. §443.08(6)</i>)</p>

Wisconsin	Design Professional Regulation	Firm License	Corporate Formation Requirements
		<p>this state through the firm, partnership, or corporation and other relevant information required by the architect or designer section of the examining board. If there is a change in any of these persons, the change shall be reported on the same type of form, and filed with the department within 30 days after the effective date of the change. The architect or designer section shall grant a certificate of authorization to a firm, partnership, or corporation complying with this subsection upon payment of the initial credential fee determined by the department under Wis. Stat. §440.03(9)(a). (<i>Wis. Stat. §443.08(3)(a)(1) &amp; (3)</i>)</p> <p>Exempt buildings from the architectural licensing requirements exist for persons who make plans and specifications for, or supervise the erection, enlargement or alteration of: 1) dwellings for single families, and outbuildings in connection with single-family dwellings, including, but not limited to, barns and private garages; 2) apartment buildings used exclusively as a residence of not more than two families; 3) buildings used exclusively for agricultural purposes; 4) temporary buildings or sheds used exclusively for construction purposes, not exceeding two stories in height, and not used for living quarters or 5) any new</p>	



Wisconsin	Design Professional Regulation	Firm License	Corporate Formation Requirements
		<p>building containing less than 50,000 cubic feet total volume or addition to a building which results in the building containing less than 50,000 cubic feet total volume. (<i>Wis. Stat. §443.15(1) &amp; (2)</i>)</p>	
	<p><b>Engineering</b></p> <p>Wisconsin Department of Safety and Professional Services  <a href="http://dsps.wi.gov/Licenses-Permits/Engineer">http://dsps.wi.gov/Licenses-Permits/Engineer</a></p> <p><u>Licensing Statutes</u> –                      Wisconsin Statutes Chapter 440:                      Department of Safety and Professional Services</p> <p>Wisconsin Statutes Chapter 443:                      Examining Board of Architects, Landscape Architects, Professional Engineers, Designers, and Professional Land Surveyors</p> <p><u>Licensing Regulations</u> –                      Wisconsin Administrative Code Chapter                      A-E 1 <i>et. seq.</i>: Architects, Engineers,</p>	<p>The practice of professional engineering pertaining to the internal operations of a firm, partnership or corporation may be performed by employees if the professional engineering services are performed by or under the direct supervision of professional engineers registered under Wis. Ch. 443, or under persons who are exempt under Wis. Stat. § 443.14. (<i>Wis. Stat. §443.08(1)(b)</i>)</p> <p>Exempt persons include: 1) an employee of a person holding a certification of registration under Wis. Stat. §443.10 who is engaged in the practice of professional engineering and an employee of a person temporarily exempted from registration in professional engineering under Wis. Ch. 443, if the practice of the employee does not include responsible charge of professional engineering practice; 2) officers and employees of the federal government while engaged within the state of Wisconsin in the practice of professional engineering for the</p>	<p>There are no specific requirements in Wisconsin for the corporate formation of a professional engineering firm. Professional engineering firms are permitted to practice under all types of business entities, however, Wisconsin makes the Service Corporation business entity available for individuals who render professional or other personal services for which a license, certificate, registration or other legal authorization is required. (<i>Wis. Ch. 180, Subchapter XIX</i>). A shareholder, director, officer or employee of the Service Corporation is not personally liable for the debts or other contractual obligations of the Service Corporation, nor for the omissions, negligence, wrongful acts, misconduct and malpractice of any person who is not under his or her actual supervision and control in the specific activity in which the omissions, negligence, wrongful acts, misconduct or malpractice occurred. (<i>Wis. Stat. §180.1915</i>)</p> <p>No person may offer to practice professional engineering, or use in connection with the</p>

Wisconsin	Design Professional Regulation	Firm License	Corporate Formation Requirements
	<p>Designers and Surveyors</p> <p>Wisconsin Administrative Code Chapter SPS 1 <i>et. seq.</i>: Safety and Professional Services</p>	<p>federal government; 3) a public service company and its regular employees acting in its behalf where the professional engineering services rendered are in connection with its facilities which are subject to regulation, supervision, and control by a commission of the state of Wisconsin or the federal government; 4) any person who practices professional engineering exclusively as a regular employee of a private company or corporation, so long as the person is actually and exclusively employed, and if the company or corporation has at least one professional engineer who is registered under Wis. Ch. 443 in responsible charge of the company or corporation's professional engineering work in Wisconsin; or 5) a person engaged in the manufacture of a product or unit, including a laboratory research affiliates of the person, where the services performed are the design, assembly, manufacture, sale or installation of a product or unit and the product or unit does not include a building. (<i>Wis. Stat. §443.14 (1)(b), (2), (3), (4)(b) &amp; (5)</i>)</p> <p>No individual professional engineer registered under Wis. Stat. Ch. 443 may practice or offer to practice professional engineering, as a principal, officer, employee, or agent of a firm, partnership, or corporation unless: 1) all</p>	<p>person's name or otherwise assume, use or advertise any title or description that conveys the impression that the person is a professional engineer, or advertise to furnish professional engineering services unless the person has been duly registered under Wis. Stat. §443.10(1)(d). (<i>Wis. Stat. 443.02(3)</i>)</p> <p>No firm, partnership or corporation may engage in the practice of or offer to practice professional engineering in Wisconsin, or use in connection with its name, or otherwise assume, use or advertise any title or description tending to convey the impression that it is engaged in the practice of professional engineering, nor may it advertise or offer to furnish a professional engineering service, unless the firm, partnership, or corporation has complied with Wis. Ch. 443. (<i>Wis. Stat. §443.08(5)(b)</i>)</p> <p>Any firm, partnership, or corporation using the word "engineering" or any of its derivatives in its name prior to April 24, 1964, shall be permitted to continue to do so and shall be permitted to use such word in any new firm, partnership or corporation formed as a result of a reorganization of the firm, partnership or corporation, if the firm, partnership or</p>

Wisconsin	Design Professional Regulation	Firm License	Corporate Formation Requirements
		<p>personnel who practice or offer to practice in its behalf as professional engineers are registered under Wis. Stat. Ch. 443 and 2) the firm, partnership, or corporation has been issued a certificate of authorization under Wis. Stat. § 443.3(a)(2). (<i>Wis. Stat. § 443.08(2)(b)</i>)</p> <p>A firm, partnership, or corporation desiring a certificate of authorization shall submit an application to the department on forms provided by the department, listing the names and addresses of all officers and directors, and all individuals in its employment registered to practice professional engineering in Wisconsin who will be in responsible charge of a professional engineering being practiced in this state through the firm, partnership, or corporation and other relevant information required by the professional engineer section of the examining board. If there is a change in any of these persons, the change shall be reported on the same type of form, and filed with the department within 30 days after the effective date of the change. The professional engineer section shall grant a certificate of authorization to a firm, partnership, or corporation complying with this subsection upon payment of the initial credential fee determined by the department under Wis. Stat. §440.03(9)(a). (<i>Wis. Stat.</i></p>	<p>corporation does not practice or offer to practice architecture, professional engineering or designing unless it complies with all other applicable provisions of Wis. Ch. 443. (<i>Wis. Stat. §443.08(6)</i>)</p>

Wisconsin	Design Professional Regulation	Firm License	Corporate Formation Requirements
		<p><i>§443.08(3)(a)(2))</i></p> <p>Exempt buildings from the professional engineering licensing requirements exist for persons who make plans and specifications for, or supervise the erection, enlargement or alteration of: 1) dwellings for single families, and outbuildings in connection with single-family dwellings, including, but not limited to, barns and private garages; 2) apartment buildings used exclusively as a residence of not more than two families; 3) buildings used exclusively for agricultural purposes; 4) temporary buildings or sheds used exclusively for construction purposes, not exceeding two stories in height, and not used for living quarters or 5) any new building containing less than 50,000 cubic feet total volume or addition to a building which results in the building containing less than 50,000 cubic feet total volume. (<i>Wis. Stats. §443.15(1) &amp; (2)</i>)</p>	

Wyoming	Design Professional Regulation	Firm License	Corporate Formation Requirements
<p><b>Author</b></p> <p>Holly B. Olson, Esq.  HOLLAND &amp; HART LLP  2515 Warren Avenue  Suite 450  Cheyenne, WY 82001-3162  (307) 778-4200  <a href="mailto:hbolson@hollandhart.com">hbolson@hollandhart.com</a></p>	<p><b>Architecture</b></p> <p>Wyoming State Board of Architects and Landscape Architects (“WBALA”)  <a href="http://www.plboards.state.wy.us/architecture">http://www.plboards.state.wy.us/architecture</a></p> <p>Licensing Statute – Wyo. Stat. § 33-4-101 <i>et. seq.</i></p> <p>Licensing Regulations – WBALA Rules and Regulations, Ch.1 through Ch. 11</p>	<p>Wyoming law does not provide for the licensing of architectural firms, licenses to practice professional architecture in Wyoming are issued on an individual basis only.</p>	<p>None.</p>
	<p><b>Engineering</b></p> <p>Wyoming Board of Professional Engineers and Professional Land Surveyors (“WBPEPLS”)  <a href="http://www.engineersandsurveyors.wyo.gov">http://www.engineersandsurveyors.wyo.gov</a></p> <p>Licensing Statute – Wyo. Stat. § 33-29-101 <i>et. seq.</i></p> <p>Licensing Regulations – WBPEPLS Rules and Regulations, Ch. 1 through Ch. 7</p>	<p>Any type of business entity other than a sole proprietorship may register with the WBPEPLS as a firm to practice professional engineering in the State of Wyoming.</p>	<p>There are no specific requirements in Wyoming for the corporate formation of an engineering firm. Engineering firms are permitted to practice under all types of business entities.</p> <p>Wyoming permits the establishment of Professional Corporations. Wyo. Stat. §17-3-101 <i>et seq.</i> provides that a corporation organized under the Wyoming Business Corporation Act or the Wyoming Statutory Close Corporation Supplement, whose capital stock is owned exclusively by a person or persons licensed to practice a profession by the state of Wyoming or by an agency, office or instrumentality authorized by the laws of Wyoming to license individuals for the practice of such profession, may, by and through the person or persons of such licensed stockholder or stockholders, or licensed employees, practice and offer professional services in such profession.</p>