



ARKANSAS STATE MEDICAL BOARD

1401 West Capitol, Suite 340 Little Rock, AR 72201 (501) 296-1802

www.armedicalboard.org

To Whom It May Concern:

The following is a list of requirements for making application to the Arkansas State Medical Board for a Medical Corporation/Professional Limited Liability Company Registration:

- 1. A completed and notarized "Application for Registration".**
- 2. A certified copy of the "Articles of Incorporation or Articles of Organization".**
- 3. A registration fee of \$25.00.**

NOTE: All Officers, Directors and Shareholders must hold and maintain a permanent Arkansas Medical License.

If you have any questions regarding this application, please contact this office at the number listed above.

Sincerely,

Peggy Pryor Cryer

**Peggy Pryor Cryer
Executive Secretary**



ARKANSAS STATE MEDICAL BOARD

1401 West Capitol, Suite 430 Little Rock, AR 72201 (501) 296-1802 FAX: (501) 296-1972

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APPLICATION FOR REGISTRATION OF MEDICAL CORPORATION

The undersigned, pursuant to the provisions of Act 179 of 1961 as amended, Acts of Arkansas, propose to form a medical corporation, and hereby make application for a certificate of registration from the Arkansas State Medical Board, and submit the following information in support thereof (LEGIBLY PRINT IN INK OR TYPE - DO NOT USE SIGNATURE STAMPS):

1. Proposed name of corporation:

2. Name(s), address(s), and number(s) of State medical license(s) of incorporators, officers, directors, and shareholders.

(a) Incorporators:

NAME

ADDRESS

LICENSE NUMBER

(b) Officers:

NAME

ADDRESS

LICENSE NUMBER

(c) Directors:

NAME

ADDRESS

LICENSE NUMBER

(d) Shareholders:

NAME

ADDRESS

LICENSE NUMBER

3. Address of proposed medical corporation:

_____ Street _____ City _____ County _____ Zip

4. Attach certified copy of Articles of Incorporation hereto and a check for \$25.00.

5. The said medical corporation, as a condition of registration, states that it will, at any time it holds a certificate of registration of this Board, furnish to the Board any and all information requested, including but not limited to, by-laws, copies of any and all minutes of directors and shareholders, stock book, and any and every other information which may be called for by the Board.

The undersigned, as one of the incorporators of the above identified medical corporation, state on oath that the information herein contained is true, correct and complete; that there is no disciplinary action now pending before said Board against any individual above named; and state that said medical corporation, if registered, will abide by and be conducted in compliance with law and the regulations of the Board.

SIGNED at _____, Arkansas, this _____ day of _____, 20____.

City Day Month Year

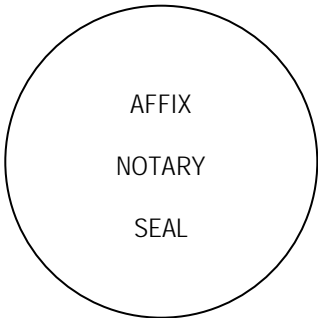
(SIGNATURE OF INCORPORATOR)

STATE OF ARKANSAS

NOTARY COMMISSION EXPIRES:

COUNTY OF _____ }
Notary Seal is Registered

Month/Day/Year Notary Commission Expires



Subscribed and sworn to before me on _____, 20____.

Month/Day Year

Signature of Notary Public



ARKANSAS STATE MEDICAL BOARD

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APPLICATION FOR REGISTRATION OF MEDICAL LIMITED LIABILITY COMPANY

The undersigned, pursuant to the provisions of Arkansas Code Annotated §4-32-101 et seq., proposes to form a medical limited liability company, and hereby makes application for a certificate of registration from the Arkansas State Medical Board, and submits the following information in support thereof (LEGIBLY PRINT IN INK OR TYPE – DO NOT USE SIGNATURE STAMPS):

1. Proposed name of limited liability company:

2. Name(s), address(s), and number(s) of State medical license(s) of organizer(s), manager(s), and member(s):

(a) Organizer(s):

NAME

ADDRESS

LICENSE NUMBER

(b) Manager(s):

NAME

ADDRESS

LICENSE NUMBER

(c) Member(s):

NAME

ADDRESS

LICENSE NUMBER

3. Address of proposed registered limited liability company:

Street

City

County

Zip

4. Attach certified copy of Articles of Organization and a check for \$25.00.

5. The said limited liability company, as a condition of registration, states that it will, at any time it holds a certificate of registration of this Board, furnish to the Board any and all information requested, including but not limited to, operating agreements, copies of any and all minutes of managers and members, membership records, and any and every other information which may be called for by the Board.

The undersigned, as the incorporator of the above identified medical limited liability company, state on oath that the information herein contained is true, correct and complete; that there is no disciplinary action now pending before said Board against any individual above named; and state that said limited liability company, if registered, will abide by and be conducted in compliance with law and the regulations of the Board.

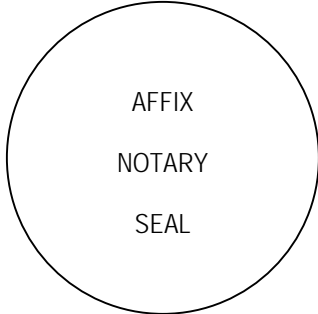
SIGNED on _____, 20_____.
Month/Day Year Signature

STATE OF ARKANSAS

NOTARY COMMISSION EXPIRES:

COUNTY OF _____
Notary Seal is Registered

Month/Day/Year Notary Commission Expires



Subscribed and sworn to before me on _____, 20_____.
Month/Day Year

Signature of Notary Public

MEDICAL CORPORATION ACT

4-29-301.Title.

This subchapter may be cited as the “Medical Corporation Act”.

History. Acts 1961, No. 179, § 1; A.S.A. 1947, § 64-1701; Acts 1997, No. 306, § 2.

4-29-302.Definitions.

As used in this subchapter, unless the context otherwise requires:

(1)“Beneficial owner” means an individual who is the grantor and sole trustee of a revocable living trust wherein the individual reserves the unrestricted right to revoke the trust;

(2)“Professional service” means any type of professional service which may be legally performed only pursuant to a license or other legal personal authorization, for example: the personal service rendered by certified public accountants, architects, engineers, dentists, doctors, and attorneys at law; and

(3)“Shareholder” means either:

(A)The person in whose name shares are registered in the records of a corporation; or

(B)The beneficial owner of shares of a revocable living trust where the shares are registered in the records of the corporation in the names of the revocable living trust.

History. Acts 1961, No. 179, § 1; A.S.A. 1947, § 64-1701; Acts 1997, No. 306, § 2.

4-29-303.Application of Arkansas Business Corporation Act.

(a) The Arkansas Business Corporation Act, § 4-27-101 et seq., shall be applicable to such corporations, including their organization, except that the required number of incorporators of a medical corporation shall be one (1) or more, and they shall enjoy the powers and privileges and be subject to the duties, restrictions, and liabilities of other corporations, except so far as the same may be limited or enlarged by this subchapter.

(b)If any provision of this subchapter conflicts with the Arkansas Business Corporation Act, § 4-27-101 et seq., this subchapter shall take precedence.

History. Acts 1961, No. 179, § 3; 1970, (Ex. Sess.), No. 13, § 4; A.S.A. 1947, § 64-1703; Acts 1999, No. 480, § 1.

4-29-304.Physician-patient relationship unaltered.

This subchapter does not alter any law applicable to the relationship between a physician furnishing medical service and a person receiving the service, including liability arising out of the service.

History. Acts 1961, No. 179, § 15; A.S.A. 1947, § 64-1715.

4-29-305.Formation of corporation — Employee licensing required.

(a)One (1) or more persons licensed pursuant to the Arkansas Medical Practices Act, § 17-95-201 et seq., may associate to form a corporation pursuant to the Arkansas Business Corporation Act of 1987, § 4-27-101 et seq., to own, operate, and maintain an establishment for the study, diagnosis, and treatment of human ailments and injuries, whether physical or mental, and to promote medical, surgical, and scientific research and knowledge.

(b)However, medical or surgical treatment, consultation, or advice may be given by employees of the corporation only if they are licensed pursuant to the Arkansas Medical Practices Act, § 17-95-201 et seq.

History. Acts 1961, No. 179, § 2; 1970 (Ex. Sess.), No. 13, § 3; A.S.A. 1947, § 64-1702; Acts 2001, No. 728, § 3.

4-29-306.Corporate name.

(a)(1)The corporate name may contain the names of one (1) or more of the shareholders.

(2)However, the name of a person who is not employed by the corporation shall not be included in the corporate name, except that the name of a deceased shareholder may continue to be included in the corporate name for one (1) year following the decease of the shareholder.

(b)The corporate name shall end with the word “Chartered”, or the word “Limited”, or the abbreviation “Ltd.”, or the words “Professional Association”, or the abbreviation “P.A.”

History. Acts 1961, No. 179, § 4; 1965, No. 435, § 1; A.S.A. 1947, § 64-1704.

4-29-307.Officers, directors, and shareholders.

(a)All of the officers, directors, and shareholders of a corporation subject to this subchapter shall at all times be persons licensed pursuant to the Arkansas Medical Practices Act, § 17-95-201 et seq.

(b)No person who is not so licensed shall have any part in the ownership, management, or control of the corporation, nor may any proxy to vote any shares of the corporation be given to a person who is not so licensed.

History. Acts 1961, No. 179, § 14; A.S.A. 1947, § 64-1714.

4-29-308.Employees.

Each individual employee licensed pursuant to the Arkansas Medical Practices Act, § 17-95-201 et seq., who is employed by a corporation subject to this subchapter shall remain subject to reprimand or discipline for his or her conduct under the provisions of the Arkansas Medical Practices Act, § 17-95-201 et seq.

History. Acts 1961, No. 179, § 16; A.S.A. 1947, § 64-1716.

4-29-309.Certificate of registration — Issuance, renewal, etc.

(a)No corporation shall open, operate, or maintain an establishment for any of the purposes set forth in § 4-29-305 without a certificate of registration from the Arkansas State Medical Board.

(b)Application for the registration shall be made to the board in writing and shall contain the name and address of the corporation and such other information as may be required by the board.

(c)(1)Upon receipt of the application, the board shall make an investigation of the corporation.

(2)If the board finds that the incorporators, officers, directors, and shareholders are each licensed pursuant to the Arkansas Medical Practices Act, § 17-95-201 et seq., and if no disciplinary action is pending before the board against any of them, and if it appears that the corporation will be conducted in compliance with law and the regulations of the board, the board shall issue, upon payment of a registration fee of twenty-five dollars (\$25.00), a certificate of registration which shall remain effective until January 1 following the date of the registration.

(d)Upon written application of the holder, accompanied by a fee of ten dollars (\$10.00), the board shall annually renew the certificate of registration if the board finds that the corporation has complied with its regulations and the provisions of this subchapter.

(e)The certificate of registration shall be conspicuously posted upon the premises to which it is applicable.

(f)In the event of a change of location of the registered establishment, the board, in accordance with its regulations, shall amend the certificate of registration so that it shall apply to the new location.

(g)No certificate of registration shall be assignable.
History. Acts 1961, No. 179, §§ 5-9; A.S.A. 1947, §§ 64-1705 — 64-1709.

4-29-310.Certificate of registration — Suspension or revocation.

(a)The Arkansas State Medical Board may suspend or revoke any certificate of registration for any of the following reasons:

(1)The revocation or suspension of the license to practice medicine of any officer, director, shareholder, or employee not promptly removed or discharged by the corporation;

(2)Unethical professional conduct on the part of any officer, director, shareholder, or employee not promptly removed or discharged by the corporation;

(3)The death of the last remaining shareholder; or

(4)Upon finding that the holder of a certificate has failed to comply with the provisions of this subchapter or the regulations prescribed by the board.

(b)(1)Before any certificate of registration is suspended or revoked, the holder shall be given written notice of the proposed action and the reasons therefor and shall be given a public hearing by the board with the right to produce testimony concerning the charges made.

(2)The notice shall also state the place and date of the hearing which shall be at least five (5) days after service of the notice.

History. Acts 1961, No. 179, §§ 10, 11; A.S.A. 1947, §§ 64-1710, 64-1711.

4-29-311.Certificate of registration — Appeal from denial, suspension, or revocation.

(a)Any corporation whose application for a certificate of registration has been denied or whose registration has been suspended or revoked may appeal to the Circuit Court of Pulaski County within thirty (30) days after notice of the action by the Arkansas State Medical Board.

(b)The court shall inquire into the cause of the board's action and may affirm or reverse the decision and order a further hearing by the board or may order the board to grant the appellant a certificate of registration.

(c)Appeal shall be in the manner provided by law.

(d)(1)Notice of appeal shall be served upon the secretary of the board by serving the secretary a copy thereof within thirty (30) days after the board has notified the appellant of its decision.

(2)The service may be by registered or certified mail.
History. Acts 1961, No. 179, §§ 12, 13; A.S.A. 1947, §§ 64-1712, 64-1713.

4-29-312.Shares of deceased or disqualified shareholder — Price.

(a)If the articles of incorporation or bylaws of a corporation subject to this subchapter fail to state a price or

method of determining a fixed price at which the corporation or its shareholders may purchase the shares of a deceased shareholder or a shareholder no longer qualified to own shares in the corporation, then the price for the shares shall be the book value as of the end of the month immediately preceding the death or disqualification of the shareholder.

(b) Book value shall be determined from the books and records of the corporation in accordance with the regular method of accounting used by the corporation.

History. Acts 1961, No. 179, § 17; A.S.A. 1947, § 64-1717.

4-32-1401. Certification of registration.

(a) A limited liability company formed under this chapter and that will engage in the practice of medicine must obtain a certificate of registration from the Arkansas State Medical Board and must comply with the statutes of the Medical Corporation Act as found in § 4-29-301 et seq.

(b) A limited liability company formed under this chapter and that will engage in the practice of dentistry must obtain a certificate of registration and comply with the statutes in the Dental Corporation Act as found in § 4-29-401 et seq.

History. Acts 1997, No. 338, § 1.