



LAW OFFICES OF MIDDLETON, YOUNG & MINNEY, LLP

**SECRETARY OF STATE ISSUES NOTICE  
REGARDING MISLEADING CORPORATE SOLICITATIONS**

For many years our office has been warning clients about an ongoing corporate compliance scam wherein nonprofit corporations receive notices instructing them to complete a corporate compliance form by a specific deadline. The notice instructs that upon paying a fee, approximately \$100.00 or more, the “Compliance Division” or “Compliance Center” will assist the corporation in meeting its statutory obligations, usually related to minute keeping. These notices appear to be issued by the California Secretary of State or some other governmental entity. However, these misleading solicitations should be disregarded because they are neither issued by the California Secretary of State’s office nor any governmental agency. Instead, they are issued by private, for-profit businesses, such as Compliance Filings, Inc.

A Legal Alert previously issued by our office on this topic and an example of such a fraudulent notice are available for your review.

The Secretary of State’s Office has also recently issued a customer alert regarding these misleading solicitations. The Secretary of State confirms that these solicitations are being made by a third party, and not by or on behalf of the Secretary of State or any governmental entity. To view the Secretary of State’s customer alert in its entirety, please go to <http://www.sos.ca.gov/business/be/forms/customer-alert-solicitations.pdf>

If you have received a solicitation letter that seems misleading or confusing, the Secretary of State requests that you contact the California Attorney General’s Office at the California Department of Justice as follows:

California Department of Justice  
Public Inquiry Unit  
P.O. Box 944255  
Sacramento, CA 94244-2550  
(800) 952-5225 or (916) 322-3360  
Or online at [www.ag.ca.gov/consumers/general.php](http://www.ag.ca.gov/consumers/general.php)

As our office has continually advised, although charter schools that incorporate as nonprofit public benefit corporations are subject to the California Corporations Code and should maintain adequate records, books and minutes of its proceedings, these items are not filed with the Secretary of State. Charter schools and the nonprofit public benefit corporations that operate them should not be deceived by these solicitations and should not provide information or fees to these private entities.

Legal Alert  
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Page 2 of 2

If you should have any questions regarding this update, please contact Kimberly Rodriguez at ([krodriguez@mymlaw.com](mailto:krodriguez@mymlaw.com)) or Andrea Sexton at ([asexton@mymlaw.com](mailto:asexton@mymlaw.com)) at the Law Offices of Middleton, Young & Minney, LLP at (916) 646-1400.

*Middleton, Young & Minney LLP's Legal Alerts provide general information about events of current legal importance; they do not constitute legal advice. As the information contained here is necessarily general, its application to a particular set of facts and circumstances may vary. We do not recommend that you act on this information without consulting legal counsel.*