

New Jersey Division of Revenue

**Certificate Of Withdrawal**

For Use by Foreign Profit Corporations  
(NJSA 14A:13-8)

1. Name of Corporation:

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2. Corporation Number:

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3. Incorporated under the laws of:

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4. The corporation is not transacting business activities in New Jersey.

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5. The corporation hereby surrenders its authority to transact business activities in New Jersey.

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6. The address to which the Treasurer, State of New Jersey may mail a copy of any process against the Corporation that may be served is:

Street and postal designation:

City:

State:

Zip Code:

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7. Date of Adoption:

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Signature:

Date:

(Must be Chairman of the Board, President or Vice President)

Type Name and Title:

## OVERVIEW OF REQUEST PROCESS USING FORM C-124P

Pursuant to the provisions of NJSA Title 14A:13-8, foreign corporations may apply for a Certificate of Withdrawal from the State of New Jersey. A "Tax Clearance Certificate" must also be issued for foreign corporations seeking to withdraw. To begin the withdrawal filing process, applicants should submit a completed withdrawal package containing all of the following to the NJ Division of Revenue, PO Box 308, Trenton, N.J. 08646, Attn: Business Liquidation:

- This form (completed C-124P)
- Payment for all fees - \$120
- Estimated final return ([Form A-5052](#)) or [final CBT return](#), with a separate payment for any taxes due
- Request for Tax Clearance Certificate ([Form A-5088](#)). If applicable, the Division of Taxation will inform the corporation of any outstanding obligations not reflected on the final return. Any outstanding obligations must be satisfied before the Tax Clearance Certificate will be issued.

The withdrawal shall be considered filed and effective as of the date the Division of Revenue receives the properly completed and executed articles of dissolution, payment for all fees, and notice of Tax Clearance from the Division of Taxation. If the filing is rejected for any reason, the date of dissolution will be the date all forms and payments are resubmitted and deemed complete.

However, all business tax eligibilities for the corporation will be ended as of the date the entire, properly completed request for dissolution is received by the Division of Revenue. Prior tax liabilities will still apply and be subject to the Division of Taxation's review. Please note that if the corporation does not resolve prior tax liabilities documented by the Division of Taxation, a Tax Clearance Certificate will not be issued and business tax eligibilities may be reactivated as if there was no lapse in subjectivity.

## INSTRUCTIONS FOR COMPLETING THE CERTIFICATE OF WITHDRAWAL (C-124P)

1. Name of Corporation -- Enter the corporation's name.
2. Corporation Number -- Enter the 10-digit number assigned by the State at the time the certificate of incorporation was filed.
3. Incorporation State -- List the state in which the corporation was formed.
4. Legal attestation regarding business activities -- DO NOT alter this field. This is the corporation's statement that it is not transacting business activities in New Jersey.
5. Legal attestation regarding authority to conduct business -- DO NOT alter this field. This is the corporation's statement that it surrenders its authority to transact business activities in New Jersey.
6. Service of Process Address -- Enter a valid and deliverable street address. The address may be either within or outside this state.
7. Date of Adoption -- Enter the date the certificate was adopted by the corporation.

Signature(s) -- Have the Chairman of the Board, President or Vice President sign and date the certificate.

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This form C-124P is to be filed in duplicate with the other [documents of the withdrawal package](#).

All [annual report obligations](#) should be satisfied prior to submitting the dissolution paperwork.

Mail to: NJ Division of Revenue, PO Box 308, Trenton NJ 08646