

North Dakota AN No. 1410 (1944-E)

UNITED STATES DEPARTMENT OF AGRICULTURE
RURAL DEVELOPMENT
BISMARCK, ND 58502

January 28, 2004

SUBJECT: Review of Multi-Family Housing (MFH) Applicants'
Organizational Documents for Good Standing

TO: All Area Directors and Assistant Area Directors

PURPOSE/INTENDED OUTCOME: The purpose of this Administrative Notice (AN) is to require MFH applicants to obtain an attorney's opinion on their organizational documents.

COMPARISON WITH PREVIOUS AN: This AN replaces ND AN No. 1379 (1944-E).

IMPLEMENTATION/RESPONSIBILITIES: The Office of the General Counsel (OGC) has requested that before organizational documents are submitted to them for their review and approval, the following items will be addressed by the applicant's attorney.

For a general partnership, an attorney's opinion is needed that states the partnership has been duly formed under a particular state's law; that the general partners are, in turn, validly organized and in good standing; and that the signing partner is a general partner.

For a limited partnership, an attorney's opinion is needed that states the partnership has been duly formed under a particular state's law; all necessary filing with governmental entities have been made; the signing partner is a general partner; and the general partners are, in turn, duly organized and in good standing.

EXPIRATION DATE:
January 31, 2005

FILING INSTRUCTIONS:
Following RD Instruction 1944-E

For a corporation, OGC needs copies of the articles of incorporation and by-laws and any amendments thereto; a certificate of incorporation; a certificate of good standing; and an attorney's opinion that the corporation is duly organized and in good standing under the laws of the state of its organization. If the corporation is other than a North Dakota corporation, then OGC needs the attorney to opine that the corporation is qualified to do business in North Dakota and give the basis for such an opinion.

The attorney's opinion regarding the good standing of the organization will be included with the application docket

It would be sufficient to have either the certificate of good standing or a copy of the Business Records page from the Secretary of State's Office (on the SOS's website at <https://agd.itdss1.state.nd.us/sec400/entitysearch.html>) that shows the entity is in good standing, as long as the attorney for the applicant also confirms that the entity is in good standing in her/his letter.

/s/ Clare A. Carlson

CLARE A. CARLSON
State Director