

# Summary of Business Legal Structures

	Ownership	Liability	Formation Documents	Taxation	Management
<b>Sole Proprietorship</b>	One Owner	Unlimited personal liability	Doing Business As (DBA) Filing	Entity not taxed; profits and losses claimed on personal taxes	Owner
<b>General Partnership</b>	Unlimited number of general partners	Unlimited personal liability	General Partnership Agreement	Entity not taxed; profits and losses claimed on personal taxes of general partners	General partners
<b>Limited Partnership</b>	Unlimited number of general and limited partners	Unlimited personal liability of the general partners; limited partners generally have no personal liability	Limited Partnership Certificate  Limited Partnership Agreement	Entity not taxed; profits and losses claimed on personal taxes of general and limited partners	General partners
<b>Limited Liability Company (LLC)</b>	Unlimited number of members	Generally no personal liability of the members for obligations of the business	Articles of Organization  Operating Agreement	Entity not taxed (unless chosen to be taxed); profits and losses are passed through to the members	Manager or members designated in Operating Agreement
<b>C Corporation</b>	Unlimited number of shareholders	Generally no personal liability of the shareholders	Articles of Incorporation  Bylaws  Organizational Board Resolutions  Stock Certificates  Stock Ledger	Corporation taxed on its earnings at the corporate level and the shareholders may have a further tax on any dividends distributed ("double taxation")	Board of Directors
<b>S Corporation</b>	Up to 100 shareholders allowed	Generally no personal liability of the shareholders	Articles of Incorporation  Bylaws  Organizational Board Resolutions  Stock Certificates  Stock Ledger  IRS and State S Corporation Election	Entity generally not taxed, as profits and losses are passed through to the shareholders ("pass-through" taxation)	Board of Directors