GET YOUR COMPANY REINSTATED

MY SIMPLE STEP-BY-STEP GUIDE



If you have a Texas LLC and just found out you've FORFEIT your Active Status with the Texas Comptroller and Texas Secretary of State, this guide will walk you through the steps to get REINSTATED. These instructions apply to any small business that made $0 income up to approximately $2.65 million (Gross Income).

CLICK HERE IF YOU GET OVERWHELMED with this process and want me to step in to help you get REINSTATED.

1

STEP 1: GATHER YOUR DOCS

Catching up your filings is the first part of the process, but you will need to gather a few documents depending on what year Franchise Tax filing you need to file. Just a heads up, the rules and filing requirements changed in 2024 (simpler filing rules 😃).

2024 Franchise Tax Filing:
Texas Tax ID #
Webfile #

2023 Franchise Tax Filing and Prior Years:
Texas Tax ID #
Webfile #
IRS Income Tax Return per year

Example:
For your 2023 Franchise Tax Return, if your business made ANY income (GROSS Income on Schedule C), you will need your 2022 IRS Income Tax Return.
For your 2022 Franchise Tax Return, if your business made ANY income (GROSS Income on Schedule C), you will need your 2021 IRS Income Tax Return.
...same for prior years...

GET YOUR COMPANY REINSTATED

(CONTINUED...)



1

STEP 1: GATHER YOUR DOCS (CONTINUED)

You will need to have your Webfile # and Taxpayer # that was assigned to you to file online. The Webfile and Taxpayer number was mailed to you after you registered your LLC.

If you do not have your Webfile #, you can call the Comptroller at (800) 442-3453, 24 hours a day, 7 days a week. The automated system can provide a Webfile number if you can provide confidential information from a previously filed report.

If you have never filed and do not have your Webfile # and your address on file is current, you can have the Webfile # mailed to you. Just call the Comptroller to get it.

If you have never filed and do not have your Webfile # and your address is NOT current, you will have to go into the Comptroller field office to get it (same day) or you will have to file a paper return that takes 8-12 weeks to process and can call to request it after it's processed.

2

STEP 2: SET UP YOUR ACCT

Set up your Texas Comptroller eSystems Webfile account: https://security.app.cpa.state.tx.us/public/login

- Watch my YouTube Video How to Set Up Texas Comptroller Webfile eSystems Profile & Assign Your Franchise or Sales Tax Acct
- Click Create Profile.
- Set up your User Name, Password, First and Last Name, Email Address, and Phone # and Click Continue.

GET YOUR COMPANY REINSTATED

(CONTINUED...)



STEP 2: SET UP YOUR ACCT (CONTINUED)

- Choose 3 Security Questions and Create the Answers and Click Continue.
- Click the box to Agree to their terms and conditions and Click Continue.
- You should see a message that they sent a verification email to your email address.
- Go to your email account and Click Verify Your Email.
- After you confirm your email, log in.

Now it’s time to Assign the Franchise Tax filing option to your account.

Here's where you will need your Texas Taxpayer # and Webfile #.

- Click on Assign Taxes/Fees.
- Enter your 11 digit Taxpayer #.
- You should see the Franchise Tax. Click Assign next to it.
- You should see box in the dropdown.
- Enter your Webfile # in the box.
- Click Assign and then click Submit Changes.
- Click the box to agree to their confidentiality rules.
- Click Continue to My Taxes/Fees.
- Now you should see a box with your company name for Franchise Tax and a button to File and Pay.

Now you’re set up and ready to Click File and Pay to file your franchise tax report.

GET YOUR COMPANY REINSTATED

(CONTINUED...)



3

STEP 3: FILE YOUR RETURNS (CONTINUED)

Once you've assigned the Franchise Tax to your account, you should be able to see the option(s) to file.

TIP: (2024 Franchise Tax filing applies to the income you made in 2023)

For your 2024 (and future years) filing requirement, if you made less than the annual income threshold ($2.65 million annualized income), you only need to file a Public Information Report.

Follow the instructions in my YouTube video where I explain how to fill out the Public Information Report:
UPDATED - How to File Texas Franchise Tax Public Information Report for Small Businesses

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For your 2023 and any prior Franchise Tax year, look at your IRS Income Tax Return for your 2022 income or the prior year.

If you literally didn't make any money (gross income on your Schedule C), didn't work on your business at all, and had zero income (gross income = before expenses,), you will not need your IRS Federal Income Tax Return. Just follow the instructions in my YouTube video:
How to File Texas Franchise Tax No Tax Due Report (Zero Income) + Information Report (2023 & prior)

If you did make any amount of money (look at your IRS Tax Return on your Schedule C), you will need your IRS Federal Income Tax Return. Then follow the instructions in my YouTube video:
How to File Texas Franchise Tax No Tax Due Report (w/Income) + Public Information Rep (2023 & prior)

GET YOUR COMPANY REINSTATED

(CONTINUED...)



4

STEP 4: PAY BALANCE DUE

When you finish following the filing instructions in the videos, you will see a screen saying you owe a $50 penalty for filing late (per tax year). You won't owe any taxes because your income is below the threshold, but you will owe the penalty.

All filings have to be filed and all taxes and penalties have to be paid to request the Tax Clearance Letter Request for Reinstatement. This clearance letter is needed to submit to the Texas Secretary of State to complete the reinstatement process.

OPTION #1:
If you are in a hurry to get your company reinstated, I recommend you pay the penalty and later ask the Comptroller for an abatement (refund). If the Comptroller approves your request, they will refund your penalties, mail a check to you (which takes about 2-6 weeks), and your account will not show a balance due.

OPTION #2:
If you don't want to pay the penalty, want to apply for an abatement (waiver) with the Comptroller, and are willing to wait for their decision, you can submit your filing without paying the penalty. If the Comptroller approves your request, they will waive your penalties, and your account will not show a balance due. This can take 6-8 weeks, but in my experience, it has been as soon as 2 weeks.

https://www.lomarisper.com/waiverefundlatepenaltytxcomptroller
(Click the link for the waiver form)

GET YOUR COMPANY REINSTATED

(CONTINUED...)



5

STEP 5: WAIT 1 BIZ DAY

You'll want to give the Comptroller's office and website portal at least one business day to process everything you've filed.

If every year's filing was visible and available to file (past due years all the way up to the current tax year due), then you're ready for the next step.

If you notice the available years (in your portal) only go up to a certain year and there are missing years including the current year, you will need to print the paper forms for each missing year, fill them out, and either walk them into your local Comptroller's office to get processed on-site (instantly) OR mail in the form(s).

WARNING: If you mail the form(s), it can take weeks to process which delays when you can qualify to get your clearance letter to get your company reinstated.

In the portal, be sure to check the File a No Tax Due Information Report section AND the File a Public/Ownership Information Report section to see if there are any (new) filings left to file. File them, too.

NOTE: Even though the 2023 and prior years' Franchise Reports include the Public Information Report, you may still see the option to file the Public Information Report by itself for certain years available to file. I suggest you go ahead and fill it out and submit it just to be on the safe side that you don't have any incomplete filings that would stop you from being eligible to request the Clearance and Reinstatement letter you need.

Tax Forms to Print, Fill Out, and Walk-In or Mail:
https://comptroller.texas.gov/taxes/franchise/forms/index.php

GET YOUR COMPANY REINSTATED

(CONTINUED...)



6

STEP 6: REQUEST CLEARANCE LETTER FOR REINSTATEMENT

If you were able to file every year including the current year report(s) in your portal, you should then click on Request Clearance Letter for Reinstatement. If you are eligible (completed all outstanding filings and paid any outstanding taxes, interest, and penalties), it will allow you to request the Clearance Letter for Reinstatement and receive it instantly online.

If you get a message saying you are still not in compliance, wait an additional day before attempting to request the clearance letter. If you try again and still get the same message, you can call the Comptroller at (800) 252-1381 and ask what the problem is. They may advise you on any outstanding requirements you have to complete to be eligible for the clearance letter. Ask them to email you the exact forms you need to fill out. They may also advise you to print, fill out, and bring in the outstanding forms including the clearance letter which is the fastest way to get the clearance letter.

If you were not able to file every year including the current year report(s) in your portal and had to print and fill out the outstanding filings, you will want to take them to your local Comptroller's office if you can. Don't forget to print and fill out the official Clearance Letter for Reinstatement form and take that as well to their office to get processed.

GET YOUR COMPANY REINSTATED

(CONTINUED...)



6

STEP 6: REQUEST CLEARANCE LETTER FOR REINSTATEMENT (CONTINUED)

The Comptroller's office will accept all your filings and your request for the clearance letter on the spot. They will then hand you the official Clearance Letter for Reinstatement form that we will submit to the Texas Secretary of State (online) to get your company officially reinstated.

Form 05-391, Tax Clearance Letter Request for Reinstatement:
https://comptroller.texas.gov/taxes/franchise/certificate-letter-request.php

7

STEP 7: SETUP YOUR TEXAS SOS ACCOUNT

After you have your clearance letter, either scan it or take a picture of it. You will need to upload it in the next step.

You will need a SOS Direct account with the Texas Secretary of State to file the official request to get reinstated...almost done...lol.😃

Set Up Your SOS Direct Account:
https://direct.sos.state.tx.us/acct/acct-subscribe.asp

It may take a few hours to get the email with your credentials to log into your new SOS Direct account.

GET YOUR COMPANY REINSTATED

(CONTINUED...)



8

STEP 8: FILE FOR REINSTATEMENT

Once you have your login credentials, go to and log in:
https://direct.sos.state.tx.us/acct/acct-login.asp

You'll be taken to a Payment Information and Contact Information page. Choose Credit Card and fill out the contact section.

The next section will ask you for your card information. The payment method you enter here will be used to pay the $75 reinstatement fee (current amount as of 7/1/24) plus the cc processing fee of 2.7%.

On the next page, you will be assigned a Session Code. Copy and save this session code for your records.

Next, click on the Business Organizations tab at the top.

Under the Web Filings section in the Change Documents, enter your Secretary of State Filing # and click File Document. You can find this on the Original Document you filed to set up your LLC or you can search for your company on the Comptroller's website to get the # from there.

Search for your company filing # on the Comptroller's website:
https://mycpa.cpa.state.tx.us/coa/

When you see your company name, click the bubble and click Initiate Change Filing.

The next page will show you Filing Type and pre-select Reinstatement. Click Continue.

GET YOUR COMPANY REINSTATED

(CONTINUED...)



8

STEP 8: FILE FOR REINSTATEMENT (CONTINUED)

On the next page, under the Attachment of Comptroller Letter, click Choose File and attach your copy of the clearance letter. Then click Continue.

Next, fill in your name and choose your Officer Title from the dropdown menu and click Continue.

9

STEP 9: REVIEW AND SUBMIT YOUR REINSTATEMENT REQUEST

This next page will be a filled-out version of the official Application for Reinstatement and Request to Set Aside Revocation or Forfeiture.

Review all the information carefully.

If everything looks good, print a PDF copy of the page for your records. Then click Submit Filing (Fee: $75.00) at the top of the page.

You'll be taken to the Transaction Receipt page. Save this for your records (print a PDF copy).

Now you just have to wait for the Texas Secretary of State to process your request. I have experienced as soon as same day processing and approval of the reinstatement request. They will email you once it is approved.

It could take a couple of days for this update to reflect on the Comptroller's website to show your company as ACTIVE again.

GET YOUR COMPANY REINSTATED

(CONTINUED...)



10

STEP 10: CHECK THE STATUS

2-3 days after the Texas Secretary of State has emailed you the approval of the reinstatement, you can then check the Comptroller's website to see what the public can see (your company's status).

Search for your company filing # on the Comptroller's website:
https://mycpa.cpa.state.tx.us/coa/

If you no longer see the forfeiture on this screen and can see your company's status is ACTIVE, you have completed all the steps to get reinstated!

MISSON ACCOMPLISHED!!! 🤩

MISSION ACCOMPLISHED!!!

CONGRATULATIONS, You are officially a Rock Star!😍

You have successfully gotten your company reinstated with the State of Texas and are ready to make $$$!

Hopefully, you found these instructions helpful, but if you still would rather hire me...

CLICK HERE IF YOU GET OVERWHELMED with this process and want me to step in to help you get REINSTATED.

I would be happy to help you!