

[Date]

[Client Name]

[Client Address]

[City, State, Zip Code]

Re: Legal Opinion Regarding Gross Receipts Tax Nexus in [State Name]

Dear [Client Name],

You requested our opinion regarding whether [Company Name] (the "Company") has established sufficient nexus in [State Name] to be subject to the state's Gross Receipts Tax (GRT) for the period beginning [Start Date].

I. Scope of Review

In rendering this opinion, we have reviewed the Company's business activities, including physical presence, payroll, property ownership, and the volume of gross receipts derived from customers located within [State Name].

II. Statement of Facts

Based on the information provided, we understand that:

- The Company [has/does not have] a physical office or employees in the state.
- The Company's total sales into the state for the calendar year equal \$[Amount].
- The Company [performs/does not perform] services or delivery using its own vehicles within state lines.

III. Legal Analysis

Under [State Statute/Regulation], a business is subject to Gross Receipts Tax if it meets the threshold for "Economic Nexus." In [State Name], this threshold is currently defined as [e.g., \$100,000 in gross sales or 200 separate transactions].

We have also considered the U.S. Supreme Court's decision in *South Dakota v. Wayfair, Inc.*, which allows states to impose tax obligations on out-of-state sellers who lack a physical presence but meet economic thresholds.

IV. Opinion

Based on the facts stated above, it is our opinion that:

[Option A: The Company HAS established nexus and is required to register and remit GRT.]

[Option B: The Company HAS NOT established nexus and is currently exempt from GRT filing requirements.]

V. Limitations

This opinion is based on current state laws and administrative guidance. Future changes in legislation or business operations may alter this conclusion.

Sincerely,

[Signature]

[Name of Firm/Attorney]

[License Number]